

Company Number: 13028918

Companies Act 2006

WRITTEN RESOLUTIONS

OF

LINEAT COMPOSITES LIMITED (the "Company")

Passed on: 24 March 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the following resolutions were duly passed as written resolutions.

ORDINARY RESOLUTIONS

1. **THAT**, in accordance with section 618 of the Act, the 24,528 ordinary shares of £0.01 each in the issued share capital of the Company be subdivided into 2,452,800 ordinary shares of £0.0001 each.
2. **THAT**, in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot, or grant rights to subscribe for, or to convert any security into shares in the Company made up of the following:
 - a. 1,979,300 ordinary shares of £0.0001 each in the capital of the Company pursuant to the terms of a subscription and shareholders' agreement being entered into on or around the date of these resolutions;
 - b. 457,796 ordinary shares of £0.0001 each in the capital of the Company pursuant to the terms of convertible loan agreements entered into between the Company and others; and
 - c. 1,380,400 ordinary shares of £0.0001 each in the capital of the Company in connection with the share option pool created by the Company,

provided that this authority shall, unless renewed, varied or revoked by the Company expire on the fifth anniversary of the circulation date, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or rights be granted and the director may allot shares or grant rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

SPECIAL RESOLUTIONS

3. **THAT**, the Company's directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 1, as if the pre-emption rights contained within article 23 of the Company's articles of association did not apply to any such allotment.
4. **THAT**, the Company's directors be authorised under clause 7.1 of the shareholders' agreement entered into between the Company and others on 15 February 2022 to allot equity securities pursuant to the authority conferred by resolution 1 above.

5. **THAT**, any subscriber that is subscribing for shares in the Company pursuant to the authority conferred by resolution 1 above and who is not a party to the shareholders agreement dated 15 February 2022 will enter into a deed of adherence in the form approved by the Board.

Signed:



Director