

heizen

ACTION BY WRITTEN CONSENT OF

THE BOARD OF DIRECTORS

AUTHORIZATION OF PRE-SEED SAFE ROUND

December 1, 2025

The undersigned, constituting all of the members of the Board of Directors (the "**Board**") of heizen, a DE corporation (the "**Company**"), acting by written consent without a meeting pursuant to Section 141(f) of the Delaware General Corporation Law and the Bylaws of the Company, hereby adopt the following resolutions:

1. AUTHORIZATION OF PRE-SEED SAFE FINANCING.

WHEREAS, the Board has reviewed the proposed terms of a pre-seed financing round structured as Simple Agreements for Future Equity ("**SAFEs**") and determined that such financing is in the best interests of the Company and its stockholders;

NOW, THEREFORE, BE IT RESOLVED, that the Company is authorized to issue and sell **SAFEs** on the following terms:

- **Total Authorized Amount:** \$250,000.00
- **Valuation Cap:** \$5,000,000.00
- **Discount:** 12%
- **Most Favored Nation:** Included

2. FORM OF SAFE AGREEMENT.

RESOLVED, that the form of **SAFE** presented to the Board (the "**Form of SAFE**") is approved for use in the financing described above, with such changes as the officers of the Company deem necessary or advisable, such approval to be evidenced conclusively by the execution and delivery of **SAFEs** in such form.

3. AUTHORIZATION TO EXECUTE AND DELIVER **SAFES.**

RESOLVED FURTHER, that the proper officers of the Company be, and each of them hereby is, authorized and directed to negotiate, execute, and deliver **SAFEs** to investors in such amounts as such officers may determine, provided that the aggregate purchase amount does not exceed the Total Authorized Amount set forth above.

4. MOST FAVORED NATION PROVISION.

RESOLVED, that the Board hereby approves the inclusion of a Most Favored Nation provision in the SAFEs, which shall provide that if the Company issues SAFEs or other convertible securities with terms more favorable to investors than those in the SAFEs issued hereunder, such more favorable terms shall automatically apply to the SAFEs issued pursuant to these resolutions.

5. INVESTOR DOCUMENTATION.

RESOLVED, that the officers of the Company are authorized to obtain and review such investor questionnaires, accredited investor certifications, and other documentation as may be necessary or advisable to ensure compliance with applicable securities laws in connection with the SAFE financing.

6. OMNIBUS RESOLUTION.

RESOLVED, that the officers of the Company be, and each of them hereby is, authorized and directed to execute and deliver all documents, and to take all actions, as they deem necessary or advisable to carry out the intent and purposes of the foregoing resolutions, including without limitation:

- Negotiating and finalizing individual SAFE agreements;
- Executing and delivering SAFEs and related documentation;
- Filing any required notices or reports with governmental authorities; and
- Taking all actions required to comply with applicable federal and state securities laws.

Any actions previously taken by the officers of the Company consistent with these resolutions are ratified and approved.

This Action by Written Consent shall be effective as of the date first written above. The Secretary of the Company is directed to file this consent with the minutes of the Board.

Himanshu2

TREASURER, SECRETARY, PRESIDENT, CEO, DIRECTOR



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