

BOARD RESOLUTION

Strategic Partnership Authorization

POLAR DYNAMICS ROBOTICS, INC.

A Delaware Corporation

WHEREAS, the Board of Directors (the "Board") of Polar Dynamics Robotics, Inc., a Delaware corporation (the "Corporation"), has determined that it is in the best interests of the Corporation to pursue strategic partnerships to accelerate market penetration and technological advancement of its autonomous mobile robot solutions;

WHEREAS, the Board has reviewed management's presentation regarding potential strategic partnership opportunities in the cold chain logistics and pharmaceutical manufacturing sectors;

WHEREAS, the Board has evaluated the proposed framework for identifying, evaluating, and executing strategic partnership agreements;

NOW, THEREFORE, BE IT RESOLVED, that the following actions are hereby approved and adopted:

****Strategic Partnership Authorization****

1. The Board hereby authorizes the Corporation's management to pursue and negotiate strategic partnership agreements with qualified entities operating in the cold chain logistics, pharmaceutical manufacturing, and industrial cold storage sectors.
2. Management is authorized to execute non-binding letters of intent, memoranda of understanding, and confidentiality agreements in connection with exploring such strategic partnerships, provided that any binding definitive agreements shall require further Board approval.

****Scope of Authority****

1. The Chief Executive Officer and Chief Operating Officer are hereby authorized, jointly or individually, to:
 - (a) Establish evaluation criteria for potential strategic partners;
 - (b) Conduct preliminary discussions and negotiations with potential partners;
 - (c) Engage professional advisors as needed to support partnership evaluation;

- (d) Allocate up to \$500,000 in corporate funds for due diligence and advisory services;
- (e) Present recommended partnership opportunities to the Board for final approval.

****Partnership Parameters****

1. Strategic partnerships shall be focused on one or more of the following objectives:

- (a) Joint development of enhanced cold-environment robotics solutions;
- (b) Market expansion through partner distribution channels;
- (c) Integration of IceNav(TM) technology with partner facilities;
- (d) Co-development of industry-specific applications;
- (e) Establishment of pilot programs with strategic customers.

****Protective Provisions****

1. Any strategic partnership agreement shall include appropriate provisions to protect:

- (a) The Corporation's intellectual property rights;
- (b) Confidential information and trade secrets;
- (c) The IceNav(TM) technology platform;
- (d) Employee and customer relationships;
- (e) The Corporation's competitive position.

****Reporting Requirements****

1. Management shall provide quarterly updates to the Board regarding:

- (a) Partnership pipeline and evaluation status;
- (b) Resource allocation and expenses;
- (c) Progress of partnership discussions;
- (d) Impact on corporate strategic objectives.

****Term and Review****

1. This authorization shall remain in effect for twelve (12) months from the date of adoption.
2. The Board shall review this authorization annually and may extend, modify, or terminate it as circumstances warrant.

BE IT FURTHER RESOLVED, that the officers of the Corporation are hereby authorized and directed to take such actions and execute such documents as may be necessary or appropriate to implement the foregoing resolutions.

IN WITNESS WHEREOF, the undersigned, being all the directors of the Corporation, have executed this Resolution as of January 11, 2024.

DIRECTORS:

Dr. Elena Frost, Chairperson

Marcus Chen, Director

Katherine Wells, Director

Dr. James Barrett, Director

Sarah Nordstrom, Director

CERTIFICATION

I, Katherine Wells, Secretary of Polar Dynamics Robotics, Inc., hereby certify that the foregoing is a true and correct copy of the Resolution duly adopted by the Board of Directors at a meeting held on January 11, 2024, at which a quorum was present and voting throughout.

Katherine Wells

Corporate Secretary

Date: January 11, 2024

[CORPORATE SEAL]