

BOARD RESOLUTION OF

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POLAR DYNAMICS ROBOTICS, INC.

REGARDING ROBOTICS DIVISION EXPANSION

Date: January 11, 2024

WHEREAS, the Board of Directors (the "Board") of Polar Dynamics Robotics, Inc. (the "Corporation"), a Delaware corporation (the "Corporation"), has determined that it is in the best interests of the Corporation to expand its Robotics Division operations;

WHEREAS, management has presented to the Board a detailed expansion plan (the "Expansion Plan") outlining capital expenditures, operational requirements, and strategic initiatives for scaling the Corporation's autonomous mobile robot production capacity;

WHEREAS, the Board has reviewed the Expansion Plan, including the proposed \$12,500,000 capital investment for establishing a new manufacturing facility in Rochester, Minnesota dedicated to BlueCore(TM) technology integration;

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby approves the following resolutions:

1. APPROVAL OF EXPANSION PLAN

1. The Board hereby approves the Expansion Plan as presented, including

2. The Board authorizes a capital expenditure not to exceed \$12,500,

2. OPERATIONAL AUTHORITY

1. The Board hereby authorizes Dr. Elena Frost, Chief Executive Officer,

(a) Execute and deliver any and all agreements, certificates, instruments, and other documents necessary or appropriate to implement the Expansion Plan;

(b) Make such modifications to the Expansion Plan as they deem necessary and advisable, provided that such modifications do not increase the total capital expenditure by more than 15%;

(c) Hire additional personnel necessary for the expanded operations, within the approved budgetary constraints.

3. FACILITY DEVELOPMENT

1. The Board approves the negotiation and execution of a build-to-suit lease agreement with Midwest Construction Partners, LLC for the construction of a new 100,000 square foot manufacturing facility in the City of Chicago, Illinois.
2. The Corporation is authorized to engage Midwest Construction Partners, LLC to construct the new manufacturing facility.

4. TECHNOLOGY IMPLEMENTATION

1. The Board approves the allocation of \$3,500,000 for the purchase and implementation of a new enterprise resource planning (ERP) system.
2. The Chief Technology Officer is authorized to execute necessary licenses and contracts for the ERP system.

5. FUNDING AUTHORIZATION

1. The Board authorizes management to utilize existing cash reserves to fund the facility development and technology implementation projects.

2. The QEO is authorized to establish a dedicated capital expenditure

6. GENERAL AUTHORIZATION

1. Any officer of the Corporation is hereby authorized and directed to

2. All actions previously taken by any officer, director, or representative

IN WITNESS WHEREOF, the undersigned, being all the directors of t
have executed this Resolution as of the date first written above.

DIRECTORS:

Dr. Elena Frost, Chairperson

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Marcus Chen, Director

Sarah Nordstrom, Director

Dr. James Barrett, Director

Victoria Wells, Director

CERTIFICATION

I, [Corporate Secretary Name], Secretary of Polar Dynamics Robotics
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 1, 2014, at which a quorum was present and voting throughout, and that said resolutions have not been modified or rescinded and remain in full force and effect as of the date hereof.

[Corporate Secretary Name]

Corporate Secretary

Polar Dynamics Robotics, Inc.

[CORPORATE SEAL]

