

SERIES C VOTING AGREEMENT

THIS SERIES C VOTING AGREEMENT (this "Agreement") is made and entered into as of March 15, 2024, by and among POLAR DYNAMICS ROBOTICS, INC., a Delaware corporation (the "Company"), the holders of the Company's Series C Preferred Stock listed on Exhibit A hereto (the "Series C Investors"), and the holders of Common Stock listed on Exhibit B hereto (the "Key Holders").

RECITALS

WHEREAS, the Company has entered into a Series C Preferred Stock Purchase Agreement dated March 1, 2024 (the "Purchase Agreement") with certain investors, pursuant to which the Company will issue and sell shares of the Company's Series C Preferred Stock (the "Series C Financing");

WHEREAS, the parties desire to provide for certain rights and obligations with respect to the voting of shares of the Company's capital stock following the Series C Financing;

NOW, THEREFORE, in consideration of the mutual promises and covenants set forth herein, the parties agree as follows:

1. VOTING PROVISIONS

1.1 Board Composition

The parties shall vote their Shares (as defined below) to ensure that the Board of Directors shall consist of seven (7) directors as follows:

- (a) One (1) director designated by Arctic Ventures Fund III, LP, as the lead Series C Investor;
- (b) One (1) director designated by the holders of Series B Preferred Stock;
- (c) One (1) director designated by the holders of Series A Preferred Stock;
- (d) Two (2) directors who shall be Dr. Elena Frost and Marcus Chen;
- (e) Two (2) independent directors mutually acceptable to the other Board members.

1.2 Removal of Directors

Any director may be removed for cause by the affirmative vote of a majority of the Board. Any director elected pursuant to Section 1.1 may be removed without cause only by the party or parties

entitled to designate such director.

1.3 Vacancies

Any vacancy on the Board shall be filled by the party or parties entitled to designate such director pursuant to Section 1.1.

2. DRAG-ALONG RIGHTS

2.1 Drag-Along Transaction

If holders of at least 66 % of the outstanding Preferred Stock (the "Selling Investors") approve a Sale of the Company, then each stockholder hereby agrees to vote in favor of such transaction.

2.2 Notice

The Company shall provide written notice of any proposed Drag-Along Transaction at least 20 days prior to the closing thereof.

3. TRANSFER RESTRICTIONS

3.1 Right of First Refusal

Subject to Section 3.2, no Key Holder shall transfer any Shares without first offering such Shares to the Company and then to the Series C Investors.

3.2 Permitted Transfers

The restrictions in Section 3.1 shall not apply to:

- (a) Transfers to immediate family members or trusts for estate planning purposes;
- (b) Transfers upon death by will or intestacy;
- (c) Transfers approved in writing by holders of majority of Series C Preferred Stock.

4. DEFINITIONS

"Shares" means (a) shares of Common Stock, (b) shares of Preferred Stock, and (c) any securities into which such shares may be converted.

"Sale of the Company" means (i) a merger or consolidation of the Company, (ii) a sale of all or substantially all assets, or (iii) any transaction resulting in a change of control.

5. MISCELLANEOUS

5.1 Term

This Agreement shall terminate upon the earlier of (i) closing of the Company's IPO, or (ii) a Sale of the Company.

5.2 Amendments

This Agreement may be amended only with written consent of (i) the Company, (ii) holders of majority of Series C Preferred Stock, and (iii) Key Holders holding majority of Common Stock subject to this Agreement.

5.3 Governing Law

This Agreement shall be governed by Delaware law without regard to conflicts of law principles.

5.4 Counterparts

This Agreement may be executed in counterparts, each of which shall be deemed an original.

6. SIGNATURE PAGE

IN WITNESS WHEREOF, the parties have executed this Series C Voting Agreement as of the date first written above.

POLAR DYNAMICS ROBOTICS, INC.

By: _

Name: Dr. Elena Frost

Title: Chief Executive Officer

SERIES C INVESTORS:

ARCTIC VENTURES FUND III, LP

By: _

Name:

Title: Managing Partner

KEY HOLDERS:

—

Dr. Elena Frost

—

Marcus Chen

[Exhibit A - List of Series C Investors]

[Exhibit B - List of Key Holders]