



Eclipse Foundation AISBL

International not-for-profit association
Rond-Point Robert Schuman 11, 1040 Brussels
RLE French-speaking Enterprise Court Brussels
VAT BE 0760.624.114
(the "Eclipse Foundation" or the "Association")

**VOTING BY ELECTRONIC BALLOT
THE EXTRAORDINARY GENERAL ASSEMBLY OF THE
ASSOCIATION**

TO BE HELD ON 26 JULY 2023 BEGINNING AT 15:00 CEST

The undersigned Voting Member of the Association:

MEMBER COMPANY:

Company Name: SignalFire Telemetry
Legal Form: SignalFire Telemetry, Inc.
Company Address: 140 Locke Dr., Suite B
Marlborough, MA 01752 USA

represented by his/her Member Representative in accordance with Article 6.4 of the Bylaws or by another legal representative

MEMBER REPRESENTATIVE / OTHER LEGAL REPRESENTATIVE:

Representative Name: Josh Schadel

As Voting Member of the Association as indicated above, I hereby make use of the voting by electronic ballot in my capacity of Voting Member of **Eclipse Foundation AISBL**, represented as set out above, and I confirm my vote as set out below in accordance with Article 20.5 of the Bylaws.

ELECTRONIC VOTING SUMMARY

The detailed agenda and draft resolutions follow below.

For each resolution, please enter **+1** (in favor), **-1** (against), or **0** (abstention) and **sign here below**.

Resolution	Your Vote
2. Acknowledgment of the auditor’s report for the financial year ending on 31 December 2022 as submitted to the Board	<u>+1</u>
3. Approval of waiver for Board and auditor	<u>+1</u>
4. Approval of the revised 2023 budget as submitted by the Board	<u>+1</u>
5. Approval of special proxy enabling legal counsel to publish notices to appropriate Belgian publications	<u>+1</u>

- SIGNATURE PAGE FOLLOWS -



Eclipse Foundation AISBL

International not-for-profit association
Rond-Point Robert Schuman 11, 1040 Brussels
RLE French-speaking Enterprise Court Brussels
VAT BE 0760.624.114
(the "Eclipse Foundation" or the "Association")

TO BE COMPLETED BY MEMBER REPRESENTATIVE OR OTHER LEGAL REPRESENTATIVE OF MEMBER ON BEHALF OF VOTING MEMBER:

Signature: *Josh Schadel*
Name: Josh Schadel
Title/Function: General Manager / CTO
Date: 7/14/2023
Signed at: SignalFire Telemetry Office

In accordance with Article 20.7 of the Bylaws, the extraordinary general assembly of Eclipse Foundation AISBL ("Extraordinary Meeting") is validly constituted to discuss and resolve when at least one-third (1/3) of the Voting Members are present, represented or participating remotely in the meeting. In the event that at the Extraordinary Meeting of 26 July 2023 the legally required quorum to validly discuss and resolve on the final agenda items is not reached, a second meeting with the same agenda as the first meeting will be convened and held on 16 August 2023 to decide definitively and validly on said agenda, irrespective of the number of Voting Members present, represented or participating remotely in the meeting.

Unless specifically set out otherwise in this section, all capitalised terms of this form shall have the meaning set out in the convening notice sent by Paul White as Secretary.

- AGENDA AND DRAFT RESOLUTIONS FOLLOW -

AGENDA

There are four (4) resolutions (agenda items 2.- 5.) for which a vote of the Voting Member is required. The related material and supporting documents for each of these resolutions have been provided in the document titled "**2023.07.26 Final Agenda and Resolutions - Eclipse Foundation AISBL AGA**" included as an attachment to the notice of materials/supporting documents sent. The Eclipse Foundation therefore invites the undersigned Voting Member to express its vote for each item on the agenda as set out below for which a vote is required by ticking one box for each of such items on the agenda.

1. Executive Director's Welcome

No vote required.

2. Acknowledgment of the auditor's report for the financial year ending on 31 December 2022 as submitted to the Board

Draft Resolution

ACKNOWLEDGED the Eclipse Foundation AISBL annual accounts for the financial period ending 31 December 2022 that were submitted by the Board and communicated in the circulated document titled "2023.07.26 Final Agenda and Resolutions - Eclipse Foundation AISBL EGA" attached as Annex 1 were presented to the General Assembly.

ACKNOWLEDGED the report of the Eclipse Foundation AISBL auditor, EY Reviseurs d'Entreprises SRL represented by Mr. Carlo-Sébastien D'Addario, that was communicated in the circulated document titled "2023.07.26 Final Agenda and Resolutions - Eclipse Foundation AISBL EGA" attached as Annex 1 was presented to the General Assembly.

3. Approval of waiver for Board and auditor

Draft Resolution

RESOLVED, to grant discharge to the directors of the Board and the auditor for the exercise of their mandate during the financial year ending on 31 December 2022.

4. Approval of the revised 2023 budget as submitted by the Board

Draft Resolution

RESOLVED, to approve the revised 2023 Eclipse Foundation AISBL budget as presented.

5. Approval of special proxy enabling legal counsel to publish notices to appropriate Belgian publications

Draft Resolution

RESOLVED to grant power to Ruth Wirtz, Laurent De Pauw, and Karen Calvo Vleugels, attorneys-at-law with office at Bastion Tower, Marsveldplein 5, 1050 Brussels, or any other attorney-at-law from the firm Osborne Clarke, with office at the same address, each acting alone and with power to substitute, to act on behalf of the Eclipse Foundation AISBL in order

to comply with the legal requirements resulting from these minutes, and in particular the publication of an extract of these minutes in the Annexes to the Belgian State Gazette and the updating of the Eclipse Foundation AISBL registration information at the register of legal persons of the Belgian Crossroads Bank of Enterprises. The proxies are authorized to sign every document, form, register, notification or letter and to take every necessary step towards the Enterprise Court, the one-stop business shops and the Belgian Crossroads Bank of Enterprises and more generally, to undertake any action necessary following these minutes.

VALIDITY

By signing this voting by electronic ballot, the Voting Member confirms they have cast their vote without reservation, without presenting an amendment to the proposal and without imposing any condition on their vote.

The votes cast electronic ballot will remain valid for all items mentioned and covered by the agenda communicated in the notice sent in accordance to article 19.4 and 19.5 of the Bylaws at the Extraordinary Meeting of the Association on 26 July 2023 as well as at any other general assembly with the same agenda that may be convened subsequently.

If the proposal on which the votes by electronic ballot had been cast is subsequently validly changed by the general assembly during the meeting, the said vote by electronic ballot is considered as null and void, but the nullity of the vote will not challenge the calculation of the quorum of attendance.

In addition, the undersigned expressly agrees that, by filling in and signing this voting by electronic ballot, he/she waives his/her right to vote at the Extraordinary Meeting of the Association on 26 July 2023 as well as any other Extraordinary Meeting with the same agenda that may be convened subsequently.