IN THE HIGH COURT OF JUSTICE **CR-2022-LDS-000923**
BUSINESS AND PROPERTY COURTS IN LEEDS
INSOLVENCY AND COMPANIES LIST (ChD)

IN THE MATTER OF THE GOOD BOX CO LABS LTD (IN ADMINISTRATION)

AND IN THE MATTER OF THE COMPANIES ACT 2006

HIS HONOUR JUDGE DAVIS-WHITE K.C. SITTING AS A JUDGE OF THE HIGH COURT

NOTICE OF RESTRUCTURING PLAN MEETINGS

23 December 2022

NOTICE IS HEREBY GIVEN that by an Order dated 21 December 2022 made in the above matters the Court has directed separate Meetings to be convened of the classes of creditors and the shareholders of the above-named Company specified in the first column of the Schedule to this Notice for the purpose of considering and if thought fit approving (with or without modification) a Restructuring Plan proposed to be made between the Company and such shareholders and classes of creditors and that such Meetings will be held at:

The offices of Buchler Phillips LTD, 64 North Row, London, W1K 7DA. on 10 January 2023.

The Meeting will be held at the respective times specified in the second column of the Schedule to this Notice at which place and respective times all such creditors and the members are requested to attend.

The proposed Restructuring Plan and Explanatory Statement required to be furnished pursuant to section 901D of the Companies Act 2006 are published on the Restructuring Plan Website at the URL below:

https://www.ngi.systems/GoodBox-Restructuring/

The persons entitled to attend and vote at the Meeting shall be those who have been nominated as Proxy of eligible Stakeholders based on the confirmation following the submission of the Combined Proxy and Voting Form (the **Form**) by such eligible stakeholders. The Form to be completed can be found on the Restructuring Plan Website with detailed instructions enclosed. All Forms must be submitted by **23:00 on 4 January 2023**.

The authority and identity of the authorized signatory of each Form will be verified following the submission of the Form. Should additional evidence be required the Stakeholder will be contacted to request this.

For in-person attendance, the correct box must be marked on the Form as per the instructions on the Form. Attendance is otherwise presumed to be virtual. Virtual attendance will be facilitated via Microsoft Teams. The invite will be sent to the email address of the nominated Proxy of each of the eligible Stakeholders as provided by the authorized signatory of the respective Stakeholder on the Form.

Invites will be sent by **12:00 noon on 6 January 2023**. Any Proxy not receiving the expected invite should contact David White via David@goodbox.com The invite will contain the instructions on how to connect to the meeting.

A Proxy attending the in-person meeting should arrive 20 minutes earlier than the appointed time of the Meeting to allow for registration and ID verification. Each Proxy should present valid photo ID.

Digital ID verification will be based on the email address used to join the Microsoft Teams meeting which should match the email address of the nominated Proxy from the submitted and confirmed Form. Attending joining the virtual meeting should join 10 minutes prior to the appointed time of the Meeting to allow for adjusting settings related to audio, and if applicable, video.

Any attendee whose identity cannot be verified to the Chairperson's satisfaction ahead of or at the respective Meeting, will have their attendance and declared votes recorded by the Chairperson but put aside until after the Meeting when the Chairperson shall endeavour to complete the verification. If the verification cannot be completed, the Chairperson shall include matter in their report to the Court.

By the Order, the Court has appointed Joanne Milner, or failing her, David Buchler, to act as Chairperson of each of the Meetings and has directed the Chairperson to report the results to the Court.

The value of the admitted claim of each Stakeholder represented at each Meeting shall be determined by the Chairperson according to Section 15 of the Explanatory Statement. Such determination shall be made and confirmed to each Stakeholder submitting a Form as soon as possible after the receipt of the Form. Stakeholders are encouraged to submit Forms as soon as possible. The latest moment when the determination of the Chairperson must be confirmed is immediately prior to the recording of the votes at each respective Meeting. The determination shall be made based on the evidence available to the Chairperson regarding the submission of the respective Stakeholder.

Each Meeting shall have the following agenda:

1. Attendee Register (roll call of who is expected, vs who has joined and who is represented)
2. Questions and Representations (NGI Systems available to answer questions, attendees granted the opportunity to make representations to all other attendees)
3. Confirmation of Voting Determinations (Chairperson to confirm claim value determination for such claims not already confirmed)
4. Breakout Discussions and Consultations (attendees enabled to form hybrid groups to consult and discuss with each other as they wish)
5. Recording of Votes (Chairperson to record any Proxy indicating a change in the vote from what was submitted on the Form, otherwise tallying up the votes from the Forms as submitted and confirmed)
6. Announcement of the Results

The Restructuring Plan will be subject to the subsequent approval and sanctioning of the Court.

The Schedule

Particulars of Class Meetings Ordered to be Convened		Time Appointed for Meeting on 10 January 2023
(1)	Administration Creditors of the Company (being any creditors with claims rank as an expense of the administration of the Company)	09:00
(2)	Trade Creditors (being all pre-administration suppliers of the Company, excluding the Convertible Loan Holders and any claims which rank as an administration expense)	10:00 or so soon thereafter as the preceding Meeting has been concluded
(3)	Convertible Loan Holders (being participants in the UK Future Fund financing round of the Company in the first quarter of 2021)	12:00 or so soon thereafter as the preceding Meetings have been concluded
(4)	Shareholders (being the current members of the Company, all of whom hold ordinary shares in the Company)	15:00 or so soon thereafter as the preceding Meetings have been concluded

The timeslots on the schedule are set according to the anticipated number of stakeholders expected to attend the respective Meeting. All times stated in this Notice are London time.

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Daniel Jecan

NGi Systems & Solutions Limited

Suite 114, 372 Old Street, London, EC1V 9LT

23 / 12 / 2022

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