



TO: Harwood Private Equity VI L.P.  
6 Stratton Street  
London  
W1J 8LD

FROM: Tissue Regenix Group plc (company number 05969271) (the "**Company**")  
Unit 3  
Phoenix Court Lotherton Way  
Garforth  
Leeds  
LS25 2GY

04 December 2025

Dear Sirs,

**The proposed fundraising by the Company of £17.5 million, before expenses, by way of the issue of secured convertible loan notes to Harwood Private Equity VI L.P., a limited partnership incorporated in England and Wales with the registration number LP022768 ("Harwood") pursuant to a loan note instrument constituted by the Company ("Secured Convertible Loan Note Instrument") ("Fundraising").**

I refer to the proposed matters connected to the Fundraising:

- i. Approval of a waiver under Rule 9 of the City Code on Takeovers and Mergers;
- ii. Proposed issue of Secured Convertible Loan Notes to raise up to £17.5 million;
- iii. Proposed cancellation of admission of Ordinary Shares to trading on AIM;
- iv. Re-registration of the Company as a private limited company;
- v. Adoption of New Articles; and
- vi. Notice of General Meeting,

by the Company as set out in the circular which is proposed to be sent to shareholders on 04 December 2025, a final proof of which is attached ("**Circular**").

In this Letter of Undertaking, all defined terms shall have the same meaning as in the Circular.

1. I confirm, irrevocably and unconditionally undertake, represent and warrant to the Company that:



- 1.1 I am the absolute beneficial owner of 113,557 of existing ordinary shares in the capital of the Company ("**Shares**"), all of which are registered in my sole name, that this comprises my entire interest in the share capital of the Company at the date of this letter and that there is no charge, security interest or other encumbrance whatsoever in relation to the Shares.
  - 1.2 I will exercise, or instruct any proxy appointed in respect of the Shares to exercise, all voting rights attaching to the Shares to vote in favour of the resolutions ("**Resolutions**"), as detailed in paragraph 2 below and to be proposed at the general meeting ("**General Meeting**") of the Company, notice of which is set out in the Circular, provided that the Resolutions are substantially in the form set out in the notice attached to the Circular.
  - 1.3 I have all necessary powers and authorities and will at all times continue to have all such powers and authorities, to enter into and perform the undertakings set out in this deed.
  - 1.4 To the extent that any of the Shares are not registered in my name, I will procure that the registered holder of the Shares take all such action as shall be necessary for the terms of this undertaking to be complied with in full.
  - 1.5 I shall not sell, transfer or otherwise dispose of, charge, grant any option, interest or encumbrance nor enter into any agreement (whether conditional or not) for the sale, transfer or other disposal, charge, grant of any option, interest or encumbrance over, any of the Shares or any interest in them prior to, and to procure that the Shares remain registered as provided above until, such time as the vote upon each of the Resolutions has been taken or the proposal to put the Resolutions has been abandoned.
  - 1.6 I shall not convene any meeting of the members of the Company in my capacity as a shareholder, nor exercise or permit the exercise of the voting rights attaching to the Shares that I hold at the date of the General Meeting in any manner which would or might frustrate the passing of the Resolutions or the Circular.
  - 1.7 I shall not at any time from the date of this deed until the later of such time as the vote upon the Resolutions shall have been taken or the proposal to put such Resolutions to vote has been abandoned or the Fundraising shall have become effective, fetter or permit to be fettered any of the voting rights attaching to the Shares that I hold as at the date of the General Meeting.
2. The Resolutions proposed are:
- 2.1 Resolution 1 is the Rule 9 Waiver Resolution which is an ordinary resolution, which will be proposed in accordance with the Takeover Code and will be taken on a poll of Independent Shareholders present and by proxy voting at the



General Meeting. The Takeover Code requires the Rule 9 Waiver Resolution to be passed by the Independent Shareholders only.

- 2.2 Resolution 2 is an ordinary resolution to authorise the Directors to allot relevant securities with a nominal value of £0.001, being equal to 17,500,000,000 New Ordinary Shares (i.e. the maximum number of Ordinary Shares that may be allotted pursuant to or in connection with the Secured Convertible Loan Note Instrument).
- 2.3 Resolution 3, which is conditional on the passing of Resolution 2, is a special resolution to authorise the Directors to allot 17,500,000,000 New Ordinary Shares for cash on a non-preemptive basis.
- 2.4 Resolution 4, the Cancellation Resolution is a special resolution to approve the Cancellation and authorise the Directors to take all action necessary or reasonably required to effect such Cancellation.
- 2.5 Resolution 5, the Re-registration Resolution is a special resolution to approve the re-registration and name change of the company to a private limited company and authorise the Directors to take all action necessary or reasonably required to effect such Re-registration.
- 2.6 Resolution 6, which is conditional on the passing of Resolution 4, is a special resolution which approves the adoption of the New Articles with effect from the Cancellation becoming effective in accordance with the AIM Rules for Companies.
3. In the event that I acquire any interest in any additional Shares in the capital of the Company prior to such time as the vote upon each of the Resolutions has been taken or the proposal to put the Resolutions has been abandoned, I undertake to comply with the obligations in paragraph 1.2, 1.4 and 1.5 in respect of those additional Shares..
4. With regard to the Circular and the associated press announcement I consent to all references to this undertaking and to me in the Circular and the press announcement in the form and context in which they appear.
5. I understand that the information provided to me in relation to the Fundraising is inside information for the purposes of the UK version of the Market Abuse Regulation (596/2014) (**UK MAR**), is given in confidence and must be kept confidential until the press announcement containing details of the Fundraising is released or the information has otherwise become generally available. Before that time, I will not base any behaviour in relation to the securities of the Company or any financial instruments (as defined in UK MAR), which would be prohibited under UK MAR, on such information.
6. The agreement set out in this letter shall cease to have effect on 31 December 2025.



7. This letter and any dispute or claim (including non-contractual disputes or claims) arising out of or in connection with it or its subject matter or formation shall be governed by and construed in accordance with the law of England and Wales.

Please sign and return the endorsement at the foot of the enclosed copy of this letter in acknowledgment of the terms set out above.

This letter has been executed as a deed and is delivered and takes effect on the date stated at the beginning of it.

Executed as a deed by **KIRSTEN MARY LUND** in the presence of:

[Redacted signature area]

Signature

Signature of witness:

[Redacted witness signature area]

Name (in BLOCK CAPITALS):

[Redacted name area]

Address:

[Redacted address area]