

Company No. 00148635

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

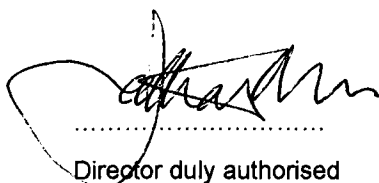
UMECO LIMITED

Pursuant to section 288 of the Companies Act 2006 (**CA 2006**) the undersigned, being the sole eligible member (as defined by section 289 CA 2006) of Umeco Limited (**Company**) for this purpose, signifies its agreement to and passes the following written resolution as a special resolution of the Company:

Special resolution

That, subject to compliance with sections 641 to 644 of the CA 2006 and considering that the directors of the Company made a solvency statement on 22 February 2024, a copy of which is annexed hereto:

- a. the share capital of the Company be reduced from £12,288,721 divided into 49,154,884 ordinary shares of £0.25 each (of which all have been issued and are fully paid) to £1 divided into 4 ordinary shares of £0.25 each, by cancelling in full 49,154,880 of the existing 49,154,884 shares;
- b. the share premium account of the Company be cancelled; and
- c. the amount of the reduction of the share capital (£12,288,720) and the cancellation of the share premium account (£65,934,879.39) (aggregate of £78,223,599.39) to be credited to a reserve of the Company.



Director duly authorised

on behalf of the sole shareholder,

Cytec Engineered Materials Limited

Date: 22 February 2024