## AFP (EUROPE) (Registered number 03051270) (the "Company")

## Resolution of the shareholders of the Company

# PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE WITH SECTION 291 OF THE COMPANIES ACT 2006

#### **SPECIAL RESOLUTION**

**THAT**, the share capital of the Company be reduced:

- i. from EUR 19,148,440.85 to EUR 1 by cancelling and extinguishing 1,914,843,985 ordinary shares of EUR 0.01 nominal value each in the Company; and
- ii. from GBP 71,321,017 to nil by cancelling and extinguishing 71,321,017 GBP ordinary shares of GBP 1 nominal value each in the Company;

and the amount by which the share capital is so reduced be credited to a reserve.

By order of the board,

Director

Date: 28 September 2022

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### INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4) OF THE COMPANIES ACT 2006

- 1. Eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the written resolution.
- 2. The circulation date of the written resolution is 28 September 2022 (the "Circulation Date")
- 3. The procedure for signifying agreement by an eligible member to the written resolution is as follows:
  - (A) A member signifies his agreement to the proposed written resolution when the company receives from him (or someone acting on his behalf) an authenticated document:
    - 1. (i) identifying the resolutions to which it relates, and
    - 2. (ii) indicating his agreement to the resolution.
  - (B) The document must be sent to the Company in hard copy form or in electronic form.
  - (C) A member's agreement to the written resolution, once signified, may not be revoked.
  - (D) The written resolution is passed when the required majority of eligible members have signified their agreement to it.
- 4. The period for agreeing to the written resolution is the period of 28 days beginning with the Circulation Date (see Section 297 Companies Act 2006).

## AGREEMENT BY ELIGIBLE MEMBERS TO THE WRITTEN RESOLUTION

We, being together all the eligible members of the Company:

- 1. confirm that we have received a copy of the above written resolution in accordance with section 291 of the Companies Act 2006; and
- 2. hereby resolve and agree that the above resolution is passed as a written resolution pursuant to Section 288 of the Companies Act 2006 and that such resolution shall take effect as a special resolution.

Signed for and on behalf of

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**CÖNTAINERS PACKAGING (EUROPE)**