

PRIVATE COMPANY LIMITED BY SHARES
NOTICE OF WRITTEN RESOLUTION OF
METTIS AEROSPACE (HOLDINGS) LIMITED
(registered number: 04013487)
(the "Company")

Notice is hereby given that, in accordance with Chapter 2 of Part 13 of the Companies Act 2006 and section 21(1) of the Companies Act 2006, the following resolution was passed as a special resolution by the sole shareholder of the Company by way of written resolution on 16 December 2023:


SPECIAL RESOLUTIONS

THAT:

1. in accordance with section 21(1) of the Companies Act 2006, the articles of association of the Company be altered by the inclusion of the following new articles to be numbered 4.5 and 4.6 respectively:

Notwithstanding anything contained in these Articles or otherwise (i) any pre-emption rights on a transfer of shares conferred on existing members by these Articles otherwise shall not apply to, and (ii) subject to clause 6.6 of the amendment deed to the investment agreement dated 21 December 2023 between, among others, SSCP Titan Midco Limited, SSCP Titan Holdings SCA, SSCP Titan Topco Limited, SSCP Titan Interco Limited and SSCP Titan Bidco Limited (the "Investment Agreement Amendment Deed"), the directors shall not decline to register nor suspend registration of, any transfer of shares where such transfer is made following the Senior Facilities Lenders serving a Handover Notice (as defined in the Investment Agreement Amendment Deed) to any direct shareholder of the Company.

Notwithstanding anything contained in these Articles or otherwise, SSCP Titan Interco Limited may not exercise or instruct the exercise of any votes in respect of any shares held by it in the Company following the occurrence of a Consensual Handover Trigger (as such term is defined in the Investment Agreement Amendment Deed).

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Director, for and on behalf of,

Mettis Aerospace (Holdings) Limited

Date: 3 January 2024

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