### THE COMPANIES ACT 2006

## **COMPANY LIMITED BY SHARES**

#### WRITTEN RESOLUTIONS

of

# BORCHERS CATALYST (UK) LIMITED (the "Company")

Circulation date: 23 July 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following written resolutions below are passed as special resolutions of the Company (together the "Special Resolutions").

## **SPECIAL RESOLUTIONS**

- THAT 19,926 issued Ordinary-A shares of £0.01 each in the capital of the Company are redesignated into 19,926 Ordinary shares of £0.01 each having the rights and restrictions as set out in the Company's articles of association;
- THAT 4,658 issued Ordinary-B shares of £0.01 each in the capital of the Company are redesignated into 4,658 Ordinary shares of £0.01 each having the rights and restrictions as set out in the Company's articles of association;
- 3. THAT 3,315 issued Ordinary-G shares of £0.01 each in the capital of the Company are redesignated into 3,315 Ordinary shares of £0.01 each having the rights and restrictions as set out in the Company's articles of association; and
- 4. THAT 201,228,100 issued Preference shares of £0.01 each in the capital of the Company are re-designated into 201,228,100 Ordinary shares of £0.01 each having the rights and restrictions as set out in the Company's articles of association.

## **AGREEMENT**

Please read the Notes accompanying these Special Resolutions before signifying your agreement to the Special Resolutions.

The undersigned, being the sole member of the Company entitled to vote on the Special Resolutions on 23 July 2019, hereby irrevocably agrees to the Special Resolutions.

DEVLIN RILEY

Dated: 23 July 2019

duly authorised for and on behalf of BORCHERS ADDITIVES (UK) LIMITED

WEDNESDAY

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## NOTES:

- These Special Resolutions have been sent to the sole member who is entitled to vote on the Special Resolutions on the circulation date. Only the sole member (or person duly authorised on their behalf) should sign these Special Resolutions.
- 2. The sole member can signify its agreement to the Special Resolutions by signing the Special Resolutions and by delivering a copy of the signed Special Resolutions to an officer of the Company or the Company Secretary by hand, post or e-mail.
- If the sole member does not agree to the Special Resolutions, it does not need to do
  anything: failure to reply will not be deemed as agreement to the Special Resolutions.
- The signed Special Resolutions submitted to the Company, signifying the sole member's agreement to the Special Resolutions, may not be revoked.
- 5. These Special Resolutions must be passed by 19 August 2019. If the Special Resolutions are not passed by such date, they will lapse. The agreement of the sole member to these Special Resolutions is ineffective, if signified after this date.
- If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.