

Company No. 02647060

**Colt Investments Limited**  
(the "Company")

**Written resolutions of the Company  
pursuant to section 281 and Chapter 2 of Part 13 Companies Act 2006**

Date: 11 May 2020

In accordance with Chapter 2 of Part 13 Companies Act 2006, the directors of the Company propose the following written resolutions which, in the case of resolution 1 is proposed as a special resolution ("**Special Resolution**") and, in the case of resolution 2, is proposed as an ordinary resolution ("**Ordinary Resolution**").

**SPECIAL RESOLUTION**

Resolution 1: That:

the articles of association of the company be amended by deleting all the provisions of the company's memorandum of association which, by virtue of section 28 Companies Act 2006, are to be treated as part of the Company's articles of association; and

the articles of association attached to this written resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

**ORDINARY RESOLUTION**


Resolution 2: That the directors shall have the powers given by section 550 Companies Act 2006 to allot Ordinary Shares of £1.00 each in the capital of the Company or to grant rights to subscribe for, or to convert any security into, such shares.

**Agreement to written resolutions**

*Please read the notes at the end of this document before signifying your agreement to the written resolutions.*

The undersigned, a person entitled on the date set out above to vote on the written resolutions, irrevocably agrees to the Special Resolution and Ordinary Resolution.

For and on behalf of

  
\_\_\_\_\_  
Director  
Kingspan Holding Netherlands BV

Date: 11 May 2020



## NOTES

### *Procedures for signifying agreement*

- 1            You can choose to agree to all of the written resolutions or none of them but you cannot agree to some only of the resolutions. If you agree to all of the resolutions, please signify your agreement by signing and dating this document where indicated above and returning it to the Company.

If you do not agree to all of the written resolutions, you do not need to do anything. You will not be deemed to agree if you do not reply.

### *Period for agreeing to written resolution*

- 2            Unless, by the end of the period of 28 days beginning with the circulation date of this written resolution, sufficient agreement has been received for the written resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during that date. Your agreement will be ineffective if received after that date.