

Company number: 02066785



PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF THE SOLE SHAREHOLDER OF

MIRAMAR INVESTMENTS LIMITED (the Company)

Circulated on 1708/2022 (the **Circulation Date**)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution (the **Resolution**).

IT IS RESOLVED:

SPECIAL RESOLUTION

1 THAT:

- 1.1 the issued share capital of the Company be reduced from £181,390 to £4.00 by cancelling and extinguishing:
 - 1.1.1 48,803 of the issued ordinary shares of £1.00 each in the Company, each of which is fully paid; and
 - 1.1.2 62,225 of the issued A ordinary shares of £1.00 each in the Company, each of which is fully paid;
 - 1.1.3 8,133 of the issued B ordinary shares of £1.00 each in the Company, each of which is fully paid;
 - 1.1.4 62,225 of the issued C ordinary shares of £1.00 each in the Company, each of which is fully paid;
- 1.2 the share premium account of the Company be reduced by £548,493 and thereby cancelled;
- 1.3 the capital redemption reserve of the Company be reduced by £184,960 and thereby cancelled; and

- 1.4 the amounts by which the share capital, share premium account and capital redemption reserve are so reduced be credited to the Company's profit and loss account.

Agreement

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being the sole person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:

Signed by

for and on behalf of Miramar Investments
Holdings Limited


Richard Coventry
Director

Date: 17/08/2022

NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the offices of the Company using one of the following methods:

- **By Hand:** delivering the signed copy to Nicky Hales at Cunard Buildings, Water Street, Pier Head, Liverpool L3 1SF.
- **Post:** returning the signed copy by post to Nicky Hales at Cunard Buildings, Water Street, Pier Head, Liverpool L3 1SF.
- **By email:** returning the signed copy by email to Nicky Hales at nicky.hales@smurfitkappa.co.uk

If you do not agree to the Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

3. Unless within 28 days after the Circulation Date sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.

4. 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.