

Company number 04577881

WRITTEN RESOLUTIONS

of

CELSA MANUFACTURING (UK) LIMITED (the “Company”)

A PRIVATE COMPANY LIMITED BY SHARES

CIRCULATION DATE: 8 DECEMBER 2023

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 an ordinary resolution (the “**Ordinary Resolution**”).

ORDINARY RESOLUTION:

1. THAT the directors be and are hereby authorised to approve the delegation of authority to Matthew Johnston of FTI Consulting LLP, in the name and account of the Company, to conduct day-to-day management of the Company in the ordinary course of trading including, without limitation, to take the actions specified in the Annex hereto.

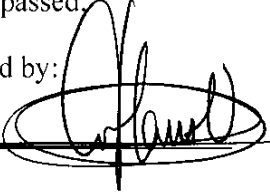
The resolution below is passed as a special resolution (together with the Ordinary Resolution, the “**Resolutions**”).

SPECIAL RESOLUTION:

2. THAT the regulations contained in the document attached to this Resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

AGREEMENT:

We, the undersigned, being the eligible members of the Company (as defined in section 289 of the Companies Act 2006) in respect of these written resolutions, agree that the Resolutions be so passed.

Signed by: 

CELSA (UK) HOLDINGS LIMITED

Name: *Luis Sanz*

Date: *11/12/2023*

Signed by:

WILMINGTON TRUST (LONDON) LIMITED

Name:

Date:

IMPORTANT:

To signify your agreement to the Resolutions, you must:

- **sign this document where indicated above;**
- **return the signed document to the Company using one of the following methods:**
 - **deliver it by hand or send it by post to Krista Sirola, Kirkland and Ellis International LLP, 30 St Mary Axe, London, EC3A 8AF; or**
 - **attach a scanned copy of the signed document to an email, enter “Project Cast - Written Resolutions – Celsa Manufacturing (UK) Limited” in the subject line and send it to krista.sirola@kirkland.com; and**
- **ensure that the signed document is received by the Company within the period of 28 days from and including the circulation date indicated above. If the Resolutions are not passed by the end of this period, they will lapse.**

Note: Once given, your agreement may not be revoked.