

Company Number 13070687

**PRIVATE COMPANY LIMITED BY SHARES
MEMBER'S WRITTEN RESOLUTIONS**

of

NORD AEROSPACE HOLDINGS LIMITED

(the "Company")

Date: 01/02/2021 **(the "Circulation Date")**

In accordance with Chapter 2 of Part 13 of the Companies Act 2006 the Directors of the Company propose the following resolutions as two special resolutions and an ordinary resolution (the "**resolutions**"):

SPECIAL RESOLUTIONS

1. That the draft Articles of Association of the Company attached to these resolutions be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the Company's existing Articles of Association ("**Resolution 1**").
2. That subject to Resolution 1, the 10 ordinary shares of £0.10 each in the issued share capital of the Company be re-designated as 10 A ordinary shares of £0.10 each, being subject to the rights and restrictions set out in the Articles of Association ("**Resolution 2**").

ORDINARY RESOLUTION

1. That, subject to Resolution 1 and Resolution 2, the Directors be generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 to allot shares in the Company or grant rights to subscribe for or to convert any security into 5,990 A ordinary shares of £0.10 each and 4,000 B ordinary shares of £0.10 each in the capital of the Company provided that this authority shall expire on the fifth anniversary of the date of this written resolution but so that the Company may, before expiry of the authority, make an offer or agreement which would or might require shares to be allotted or rights to subscribe for or convert securities into shares to be granted after its expiry and the Directors may allot shares or grant rights to subscribe for or convert securities into shares pursuant to such an offer or agreement as if this authority had not expired.



Please read the notes below before signifying your agreement to the resolutions.

The undersigned, a person entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agrees to the resolutions.

Signed by **VAALON CAPITAL GREEN LP**
acting by its general partner **VAALON**
CAPITAL GP LIMITED acting by Adam
Teeger

Signature.....

DocuSigned by:

Adam Teeger

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Date: 01/02/2021

Notes

- 1 If you agree to these resolutions, please signify your agreement by signing and dating this document and returning it to the Company by email to adam.teeger@vaaloncapital.com, marked for the attention of the sole director of the Company.
- 2 Once you have indicated your agreement to the resolutions you may not revoke your agreement.
- 3 If you do not agree with the resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.
- 4 If by the date that is 28 days following the Circulation Date insufficient agreement has been received for the resolutions to pass, they will lapse.
- 5 In the case of joint registered holders, only the vote of the person whose name appears first in the register of members will be counted.
- 6 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.