

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

AXALTA COATING SYSTEMS HUTHWAITE UK LIMITED
(Company)

Circulation Date: 5 December 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (Act), the directors of the Company propose that the following resolutions be passed as ordinary resolutions (Resolutions):

ORDINARY RESOLUTION

1. **THAT**, in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (the **Rights**) up to an aggregate nominal amount of GBP 100, **provided that** this authority shall (unless renewed, varied or revoked by the Company) expire on the fifth anniversary of the date upon which this Resolution is passed, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the directors of the Company may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the directors of the Company but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

2. **THAT** any actions already taken or to be taken by the directors of the Company in connection with the matters set out in the Resolutions be and hereby is confirmed, ratified and approved.

AGREEMENT

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

We, the undersigned, being the eligible member of the Company entitled to vote on the above Resolutions on the Circulation Date, irrevocably agree to such Resolutions.

Signed for and on behalf of
SPENCER COATINGS GROUP LIMITED



Director

Date: 5 December 2023



NOTES

- 1 Sufficient agreement will have been reached to pass an ordinary resolution if eligible members (i.e., members who were entitled to vote at the time the resolution was circulated) representing a simple majority of the total voting rights of eligible members signify their agreement to it.
- 2 If you agree with the above Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by attaching a scanned copy of the signed document to an email and sending it to a member of DLA Piper UK. Please type "Written Resolutions: Share Allotment" in the email subject box.
- 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 Once you have indicated your agreement to the Resolutions you may not revoke your agreement.
- 5 The Resolutions will lapse if not passed by the date 28 days from the Circulation Date. Therefore, if you agree to the Resolutions, please ensure that your agreement reaches us within 28 days after the Circulation Date.
- 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.