

Company No: 03691883

The Companies Act 2006
COMPANY LIMITED BY SHARES
RESOLUTION
OF
NORCROS PLC ("COMPANY")

Passed 30 May 2022

AT a general meeting of the Company, duly convened and held on 30 May 2022, the following resolution was duly passed as an ordinary resolution, as detailed below.

RESOLUTION

As an ordinary resolution

1. **THAT** the proposed acquisition of Granfit Holdings Limited substantially on the terms and subject to the conditions contained in the conditional share purchase agreement dated 11 May 2022 between (1) Iain MacDonald and Calmeg Limited, (2) Norcros Group (Holdings) Limited and (3) the Company (the "**Acquisition Agreement**") as described in Part II of the document containing the notice convening this meeting, and all other agreements and ancillary arrangements contemplated by the Acquisition Agreement, be and are hereby approved and that the directors of the Company (the "**Directors**") (or any duly constituted committee of the Directors) be and are hereby authorised to take all such steps, and to execute all documents and deeds, as they may consider necessary, expedient or desirable in relation thereto and to carry the same into effect with such modifications, variations, revisions or amendments (provided such modifications, variations or amendments are not of a material nature) as they shall deem necessary, expedient or desirable.



Director/Secretary