

Company No. 00030470

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF THE SHAREHOLDER

of

COBHAM LIMITED
(the “**Company**”)

29 November 2022

(the “**Circulation Date**”)

The undersigned, being the sole member of the Company who at the date of this resolution has the right to attend and vote at a general meeting of the Company, hereby provides notice to the Company in accordance with Chapter 2 of Part 13 of the Companies Act 2006 (as amended) (the “**2006 Act**”) that it has resolved as follows and irrevocably agrees that the following resolution shall for all purposes be valid and effective as a special resolution at a general meeting of the Company duly convened and held:

SPECIAL RESOLUTION

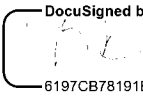
THAT, pursuant to Chapter 10 of Part 17 of the 2006 Act, the Company shall reduce the amount standing to the credit of its share premium account, by the use of the solvency statement procedure available under section 641(6) of the 2006 Act by:

- (a) reducing the aggregate amount standing to the credit of the share premium account of the Company from £1,290,600,000 to nil; and
- (b) treating the reserves arising from the reduction set out above as a realised profit, in accordance with article 3(2) of the Companies (Reduction of Share Capital) Order 2008 (SI 2008/1915).

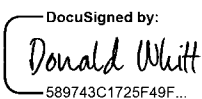
There is enclosed with this written resolution a Solvency Statement under section 643 of the 2006 Act made by all the directors of the Company on 29 November 2022 for the purposes of section 642 of the 2006 Act.

[Remainder of page intentionally left blank]

Signed for and on behalf of **AI CONVOY BIDCO LIMITED**, acting by:

DocuSigned by:

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Name: Michael Ristaino
Date: 29 November 2022

DocuSigned by:

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Donald whitt

NOTES

- 1** Please indicate your voting intentions by signing and dating this document and returning it to the Company using one of the following methods:

By Hand: delivering the signed copy to Douglas Collins at 110 Fetter Lane, London, EC4A 1AY.

Post: returning the signed copy by post to Douglas Collins at 110 Fetter Lane, London, EC4A 1AY.

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to douglas.collins@weil.com. Please enter "Written resolution of Cobham Limited" in the e-mail subject box.

If you do not agree with 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 a resolution, you may not revoke your agreement.
- 3** 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.
- 4** The period for agreeing to the written resolution is the period of 28 days beginning with the Circulation Date (noted above) in accordance with section 297 of the 2006 Act.
- 5** A copy of this resolution has been sent to the Company's auditors.