

CMG CLEANTECH
Public limited company with a share capital of €6,908,393
Registered office: 6 Place de la Madeleine, 75008 Paris
RCS PARIS 813 598 232

<p>MINUTES OF THE MEETING OF</p> <p>BOARD OF DIRECTORS MEETING OF SEPTEMBER 15, 2025</p>
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In the year two twenty-five,
And on September 15th, at 10 o'clock,

The Directors of the company CMG CleanTech (hereinafter the “**Company**”), met as a Board of Directors at the BCG&A office located at 12 place dauphine (75001), at the invitation of their Chairman.

The following administrators participated in the meeting:

- Mr. Darren Wesley TAYLOR, Director and Chief Executive Officer
- Ms. Nathalie MEDANA, Administrator and Deputy Managing Director
- Sir Tony BOOTH Administrator

Sir John DARLING, administrator and chairman of the Board of Directors, is absent and excused.

The Council, with at least half of its members present, can validly deliberate.

Mr. Bruno GAUDICHEAU, the Company's statutory auditor, having been duly summoned, is absent with apologies.

The Council is chaired by Mr. Darren Wesley TAYLOR.

The directors, as well as the auditor, received the following documents prior to the meeting being convened:

- Financial statements 2025
- Draft management report

The Chairman reminds everyone that the Board of Directors is meeting with the following agenda:

1. Review and approval of the accounts for the financial year ending April 30, 2025
2. Proposed allocation of the year's profit
3. Approval of the management report for the financial year ended April 30, 2025
4. Agreements under Article L. 225-38 of the Commercial Code
5. Draft resolutions to be submitted to the General Meeting of Shareholders
6. Date and notice of the General Meeting of Shareholders
7. Miscellaneous questions

The following documents are made available to administrators:

- Letters of invitation to the Board of Directors meeting
- The statutes of the Company
- The accounts for the financial year ending April 30, 2025
- The social media accounts of the company Tech Infinite

The President then declares the session open.

The Council, after deliberation, adopted the following resolutions:

1. REVIEW AND AMENDMENT TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 30 APRIL 2025

The Chairman submits to the Board of Directors the annual accounts for the financial year ending April 30, 2025.

The Board of Directors, after deliberation, approves the Company's accounts for the financial year ended April 30, 2025, showing a net loss of -€188,983.

After deliberation, the Board of Directors approves the accounts for the financial year ending April 30, 2025 and gives discharge to the Chairman.

This resolution, put to a vote, was adopted unanimously.

2. PROPOSED ALLOCATION OF PROFITS

On the suggestion of its Chairman and after deliberation, the Board of Directors unanimously decides to propose to the General Meeting to allocate the entire net loss of -€188,983 to the "carried forward" account, which would thus amount to -€7,247,020.

This resolution, put to a vote, was adopted unanimously.

3. BOARD OF DIRECTORS MANAGEMENT REPORT

The Board of Directors then finalizes the terms of the management report which will be presented to the General Assembly.

This resolution, put to a vote, was adopted unanimously.

4. AGREEMENTS UNDER ARTICLE L 225-38 OF THE FRENCH COMMERCIAL CODE

The Board of Directors indicates that no agreement falling under Article L225-38 of the Commercial Code was concluded during the financial year.

This resolution, put to a vote, was adopted unanimously.

5. DATE AND NOTICE OF THE GENERAL MEETING **ANNUAL ORDINARY**

After deliberation, the Board of Directors unanimously decided to convene the General Meeting of Shareholders for the **October 30, 2025** at 10:00 a.m., on the following agenda:

1. Approval of the financial statements for the year ended April 30, 2025
2. Allocation of the profit or loss for the financial year
3. Special report of the auditor on the agreements referred to in Article L225.38 of the Commercial Code
4. Power of attorney for formalities

This resolution, put to a vote, was adopted unanimously.

With nothing further on the agenda, the meeting is adjourned.

From all of the above, the present minutes were drawn up which, after being read, were signed by the President and an administrator.

John Anthony Darling

Chairman of the Board of Directors
John DARLING

Administrator
Nathalie Medana
MEDANA



Darren Taylor (Mar 5, 2026 15:17:54 GMT)

General manager
Darren Wesley TAYLOR