

No: 00109849

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
MANITOWOC GROUP (UK) LIMITED
(the Company)

CIRCULATION DATE:.....27.October.....2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, we, the undersigned sole eligible member of the Company entitled to receive notice of, and to attend and vote at, general meetings of the Company on the above circulation date hereby pass the following resolutions and agree, that, if duly passed, they shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

SPECIAL RESOLUTION

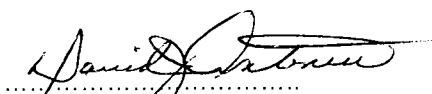
- (1) That the regulations appended to this document are approved and adopted as the articles of association of the Company in substitution for and to the exclusion of all the existing articles of association of the Company, including the relevant provisions of the memorandum of association and objects clause that would otherwise be treated as provisions of the articles under section 28 of the Companies Act 2006.

ORDINARY RESOLUTION

- (2) THAT, subject to the passing of the special resolution above, £255,393,297.73 standing to the credit of the Company's capital reserve be and is hereby capitalised and appropriated as capital to the sole holder of the 372,380,000 ordinary shares of £0.01 in the capital of the Company, whose name appears in the register of members as at the close of business on 27 October 2021 (**Member**) and that the directors be and are hereby authorised to apply such sum in paying up in full 25,539,329,773 ordinary shares of £0.01 each in the capital of the Company and to allot and issue such new shares, credited as fully paid up, to the Member.

AGREEMENT

The person named below, being the person entitled to vote on the above resolution, hereby irrevocably agrees to the above resolution.



.....
 director, for and on behalf of Manitowoc Holdings (UK) Limited (No. 00331247)

Date: 27 October 2021

Notes

- (1) You can choose to agree to both of the resolutions or neither of them but you cannot agree to only one of the resolutions. If you agree to both of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company within 28 days from the circulation date above, otherwise it will lapse.
- (2) A copy of the proposed articles of association is set out on the next page.

APPENDIX 1: ARTICLES