

## FORM OF WRITTEN RESOLUTIONS

COMPANY NUMBER 298419

THE COMPANIES ACT 2006  
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

KITECROFT LIMITED

Circulation date 19 October 2012

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, we, the undersigned eligible members 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 resolution as a written resolution and agree, that if duly passed, it 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

That the share premium account of the Company be cancelled and the issued share capital of the Company be reduced by cancelling and extinguishing -

- 1 37,499 of the issued A ordinary shares of £1 00 each (registered in the name of Enodis Group Limited),
- 2 12,500 of the issued B ordinary shares of £1 00 each (being all of the issued B ordinary shares of £1 00 each registered in the name of Enodis Group Limited)

### AGREEMENT

A copy of the solvency statement required by section 642 of the Companies Act 2006 is attached to this resolution as required by section 642(2) of that Act

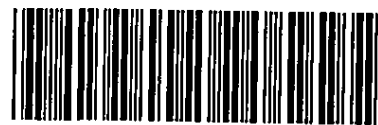
The persons named below, being the persons entitled to vote on the above resolution hereby irrevocably agree to the above resolution



For and on behalf of Enodis Group Limited

Date 19 October 2012

SATURDAY



QIQ 03/11/2012 #95  
COMPANIES HOUSE

### NOTES

- 1 A special resolution will be passed once members representing 75% of the total voting rights of eligible members signify their agreement to it. The percentage must be achieved within the period of 28 days beginning on the circulation date specified above

COMPANY NUMBER 298419

WE CERTIFY THAT THIS IS A  
TRUE COPY OF THE ORIGINAL  
DOCUMENT  
*Dickinson Dees*  
DICKINSON DEES LLP

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

THE HOLDERS OF THE A ORDINARY SHARES IN

KITECROFT LIMITED

Circulation date *19 October* 2012

We, the undersigned, being the holders of the A ordinary shares of £1 00 each in the capital of the Company (the "A Ordinary Shares") entitled to receive notice of and to attend and vote at meetings of holders of the A Ordinary Shares on the above circulation date hereby pass the following resolution as a written resolution and agree, that if duly passed, it shall for all purposes be as valid and effective as if the same had been passed at a meeting of holders of the A Ordinary Shares duly convened and held

**SPECIAL RESOLUTION**

That the holders of the A ordinary shares of £1 00 each in the capital of the Company (the "A Ordinary Shares") consent to the passing of the resolutions set out in the printed document attached to this document and any variation of the class rights attaching to the A Ordinary Shares which result from the passing of such resolutions

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



For and on behalf of Enodis Group Limited

Date *19 October* 2012



COMPANIES HOUSE

**Note**

An ordinary resolution will be passed once members representing a simple majority of the total voting rights of eligible members signify their agreement to it. A special resolution will be passed once members representing 75% of the total voting rights of eligible members signify their agreement to it. In each case, the requisite percentage must be achieved within the period of 28 days beginning on the circulation date specified above.

If you agree to the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand delivery, post, fax or email.

COMPANY NUMBER 298419

THE COMPANIES ACT 2006  
COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION

WE CERTIFY THAT THIS IS A  
TRUE COPY OF THE ORIGINAL  
DOCUMENT  
**DICKINSON DEES**  
DICKINSON DEES LLP

OF

THE HOLDERS OF THE B ORDINARY SHARES IN

KITECROFT LIMITED

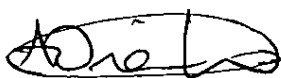
Circulation date 19 October 2012

We, the undersigned, being the holders of the B ordinary shares of £1 00 each in the capital of the Company (the "B Ordinary Shares") entitled to receive notice of and to attend and vote at meetings of holders of the B Ordinary Shares on the above circulation date hereby pass the following resolution as a written resolution and agree, that if duly passed, it shall for all purposes be as valid and effective as if the same had been passed at a meeting of holders of the B Ordinary Shares duly convened and held

SPECIAL RESOLUTION

That the holders of the B ordinary shares of £1 00 each in the capital of the Company (the "B Ordinary Shares") consent to the passing of the resolutions set out in the printed document attached to this document and any variation of the class rights attaching to the B Ordinary Shares which result from the passing of such resolutions

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



For and on behalf of Enodis Group Limited

Date 19 October 2012



COMPANIES HOUSE

Note

An ordinary resolution will be passed once members representing a simple majority of the total voting rights of eligible members signify their agreement to it. A special resolution will be passed once members representing 75% of the total voting rights of eligible members signify their agreement to it. In each case, the requisite percentage must be achieved within the period of 28 days beginning on the circulation date specified above.

If you agree to the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand delivery, post, fax or email.