

Company No: 00736844

WEDNESDAY



LD1

\*L7GQ9ASZ\*

17/10/2018

#47

COMPANIES HOUSE

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

of

**GARDNER DENVER INTERNATIONAL LTD**

(the Company)

CIRCULATION DATE: 16 October 2018

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the Act), the Directors of the Company propose that the following resolution be passed (the Resolution):

**SPECIAL RESOLUTION**

**WE HEREBY RESOLVE THAT** the Company's issued share capital be reduced by cancelling and extinguishing all but 4,000 of the issued ordinary shares of £0.25 each in the capital of the Company, each of which is fully paid up, and by cancelling and extinguishing the entire amount standing to the credit of the Company's share premium account and the amount by which the share capital and share premium account are so reduced shall be credited to the Company's distributable reserves.

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, the persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

Name: Andrew Schiesl

SIGNED for and on behalf of GD Global Holdings UK II Limited

Date: 16 October 2018

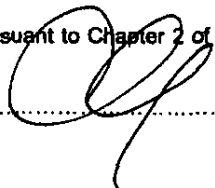
## Step 11B

### NOTES

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods.  
  
By Hand: delivering the signed copy to Gardner Denver International Ltd, Springmill Street, Bradford, West Yorkshire, BD5 7HW  
  
Post: returning the signed copy by post to Gardner Denver International Ltd, Springmill Street, Bradford, West Yorkshire, BD5 7HW  
  
Email: attaching a scanned copy of the signed document to an email and sending it to Mark Grummett, copying Joy Tickler at [mark.grummett@gardnerdenver.com](mailto:mark.grummett@gardnerdenver.com) and [joy.tickler@rpc.co.uk](mailto:joy.tickler@rpc.co.uk)  
  
If you do not agree to 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 the Resolution, you may not revoke your agreement.
3. Unless, within the period of 28 days beginning with the Circulation Date sufficient agreement has been received for the Resolution to pass, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before the expiry of this period.
- 4 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.

**Step 11B**

The above Resolution was passed as a written resolution pursuant to Chapter 2 of Part 13 of the Companies Act 2006 on 16 October 2018.



.....

**Chairman**