

Company Number: 01374033

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**OF**  
**MANN + HUMMEL VOKES-AIR LIMITED**

16 April 2020 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the sole shareholder of **MANN + HUMMEL VOKES-AIR LIMITED** (the "Company") proposes that the following resolution is passed as a special resolution (the "Resolution") of the Company:

**SPECIAL RESOLUTION**

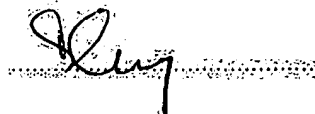
**THAT** the draft articles of association attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles including the relevant provisions of the memorandum of association that would otherwise be treated as provisions of the articles under section 28 of the Act.

**AGREEMENT**

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

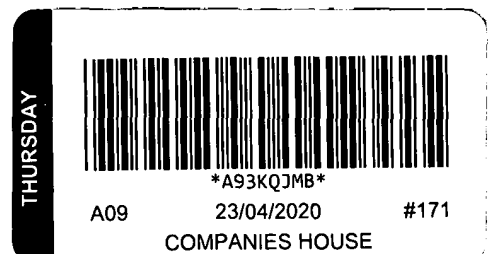
The undersigned, being the sole member of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:

Signed by a director for and on behalf of **VOKES  
AIR TREATMENT HOLDINGS LIMITED**



Date

16 April 2020



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#### 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's registered office by hand or post.
2. 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.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless, by 28 days beginning on the Circulation Date, sufficient agreement is received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
5. 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.