

Company number 03154438

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

EMERSON CLIMATE TECHNOLOGIES RETAIL SOLUTIONS UK LIMITED (Company)

Date: 15 SEPTEMBER 2020

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (**Resolution**).

SPECIAL RESOLUTION

IT IS RESOLVED THAT:

- (1) the Bonus Shares created and issued pursuant to the resolution dated 2020; and
- (2) the shares comprised in the issued share capital of the Company, being 50,000 Ordinary shares of £1

be reduced by cancelling and extinguishing all but one of the issued Ordinary shares of £1 each in the Company, each of which is fully paid up and the amount by which the share capital is so reduced be credited to the Company's profit and loss reserve.

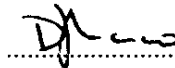
AGREEMENT

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

The undersigned, a person entitled to vote on the Resolution on 15 SEPTEMBER 2020, hereby irrevocably agrees to the Resolution:

Signed by Emerson Holding Company Limited

Acting by Derek Shaw, Director:



Date:

15/09/2020

