

Company number: 09458809

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
RESOLUTIONS IN WRITING
of
JOHNSON CONTROLS INTERNATIONAL HOLDINGS LTD
(the "Company")

Passed on 16 September 2019

By a written resolution agreed to in accordance with Chapter 2 of Part 13 of the Companies Act 2006 by or on behalf of the required number of the members of the Company who, at the date of circulating the resolution, were entitled to vote on the resolution the following resolutions of the Company were duly passed:

SPECIAL RESOLUTIONS

1. THAT, the share capital of the Company be reduced from 12,100,001 (twelve million one hundred thousand and one) ordinary shares of USD \$1.00 to 12,100,000 (twelve million one hundred thousand) ordinary shares of USD \$1.00 by cancelling and extinguishing in full 1 (one) ordinary share of USD \$1.00 by crediting the amount by which the share capital is reduced (being USD \$1.00) to the Company's profit and loss account to be treated as realised profit.

2. THAT, the share premium account of the Company of USD \$769,999,999 be cancelled and extinguished and be credited to a reserve which is to be treated as realised profit.

Signed: 
Peter Schieser, Director

Dated: 16 September 2019

TUESDAY



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