

Company number 2388894

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

AGCO INTERNATIONAL LIMITED ("Company")

20 APRIL

2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (CA 2006), the directors of the Company (**Directors**) propose that the following resolution numbered 1 is passed as an ordinary resolution and the resolution numbered 2 is passed as a special resolution (**"Resolutions"**).

ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of the CA 2006, the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £ 32,164,000 (equivalent to \$40 million USD) provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 May 2020.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTION

2. 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 of association

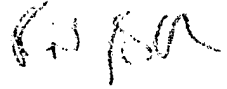
AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions on *20 APRIL* 2020, hereby irrevocably agrees to the Resolutions:



Signed by
For and on behalf of
AGCO INTERNATIONAL GMBH



Roger Batkin.....

Date

20 APRIL 2020

Signed by
For and on behalf of
AGCO INTERNATIONAL GMBH



Frédéric Michel Devienne.....

Date

20 APRIL 2020

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post to AGCO International Limited, Abbey Park, Stoneleigh, Kenilworth CV8 2TQ or by email to melanie.kirtland@agcocorp.com.

You may not return the Resolutions to the Company by any other method.

If you do not agree to the Resolutions, 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 Resolutions, you may not revoke your agreement.

3. Unless, within 28 days of the date of this Written Resolution, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.