

Company Number: 00493522

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
ENODIS PROPERTY DEVELOPMENTS LIMITED

CIRCULATION DATE: 21 FEBRUARY 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, we, the undersigned eligible members of the Company entitled to receive notice of and to attend and vote at general meetings of the Company on the above circulation date hereby pass the following resolution as a written resolution and agree, that if duly passed, it shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

SPECIAL RESOLUTION

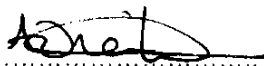
That the issued share capital of the Company be reduced by cancelling and extinguishing:

- 37,199,999 of the issued ordinary shares of £1.00 each registered in the name of Enodis Property Group Limited;
- 1,142,473 of the issued ordinary shares of £1.00 each registered in the name Berisford Industries Limited; and
- 1,240 of the issued ordinary shares of £1.00 each registered in the name of Manitowoc (UK) Limited.

AGREEMENT

A copy of the solvency statement required by section 642 of the Companies Act 2006 is attached to this resolution as required by section 642(2) of that Act.

The persons named below, as persons entitled to vote on the above resolution on 21 February 2020 hereby irrevocably agree to the above resolution.



Signature of eligible member or person signing on their behalf

Name of eligible member: Enodis Property Group Limited

Date: 21 February 2020





Signature of eligible member or person signing on their behalf

Name of eligible member: Berisford Industries Limited

Date: 21 February 2020

Signature of eligible member or person signing on their behalf

Name of eligible member: Manitowoc (UK) Limited

Date: 2020

NOTE

A special resolution will be passed once members representing 75% of the total voting rights of eligible members signify their agreement to it. The percentage must be achieved within the period of 28 days beginning on the circulation date specified above.

A copy of the solvency statement is set out on the next page.

If you agree to 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:

1. by hand: delivering the signed copy to Adrian Gray; or
2. by post: returning the signed copy by post to St Ann's Wharf, 112 Quayside, Newcastle Upon Tyne.

If you do not agree to the Resolution, you do not need to do anything as you will not be deemed to agree if you fail to reply. Your agreement is irrevocable which means that once you have indicated your agreement to the Resolution, you may not change your mind.

In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

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