

PENTAIR ENGINEERED PRODUCTS (UK) LIMITED

(the "Company")

MINUTES of a meeting of the board of directors (the "**Directors**") of the Company held at [Sharp Street, Walkden, Manchester, M28 8BU on 22nd December 2016 commencing at 10am

PRESENT	[Tommaso Toffolo]	[In the Chair]
	[Marek Tapsik]	
IN ATTENDANCE	[Sophie Katherine Grundy]	

THURSDAY



1 PRELIMINARIES

1 1 A quorum being present, the Chairman declared the meeting open

1 2 **IT WAS NOTED** that notice of the meeting had been given to each Director who was entitled to receive notice of the meeting

2 PURPOSE OF MEETING

2 1 The Chairman reported that the purpose of the meeting was to consider and if thought fit approve the dormant financial statements of the Company for the year ended 31 December 2015 (the "**Accounts**")

2 2 The Chairman reminded the Directors of the rationale for the above proposals and the key considerations which had previously been examined by the Directors in relation to them In addition the Chairman reminded the Directors of their statutory duty to promote the success of the Company for the benefit of its member (both in relation to the above proposal and generally) as set out in at section 172 (1) of the Companies Act 2006

3 DECLARATION OF INTERESTS

IT WAS NOTED that the Directors had confirmed that they had no interests which they were under a duty to disclose in accordance with section 182 of the Companies Act 2006 in any transaction or arrangement or section 177 of the Companies Act 2006 in any proposed transaction or arrangement with the Company, nor did they have any interest which they were required to disclose in accordance with the Company's Articles of Association

4 ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2015

4 1 The Accounts were produced to the meeting, after due and careful consideration **IT WAS RESOLVED** that

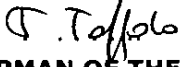
4 1 1 the Accounts be and are hereby approved and that any director be authorised to sign the Directors' Report and the balance sheet on behalf of the Company,

4 1 2 a copy of the Accounts be sent to the sole member for their information only, and

4 1 3 the Accounts, once signed, be filed at Companies House

5 **CLOSE**

There being no further business the meeting was closed


CHAIRMAN OF THE MEETING