

A PRIVATE UNLIMITED COMPANY

WRITTEN RESOLUTION

OF

GE INDUSTRIAL (UK) HOLDINGS

Company Number: 05869984 (the "Company")

**PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE
WITH SECTION 291 OF THE COMPANIES ACT 2006**

ORDINARY RESOLUTION

It was RESOLVED that pursuant to article 28.1 of the Company's Articles of Association, the Company shall issue 132,460,930 ordinary shares of GBP1.00 each in the capital of the Company with an aggregate nominal value of GBP132,460,930, such shares to be credited as fully paid.

By Order of the Board:

.....
[Signature]

Director

.....
16 June 2017

Date



INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4) COMPANIES ACT

2006

1. Eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the written resolution.
2. The circulation date of the written resolution is 16 June 2017 (the "Circulation Date").
3. The procedure for signifying agreement by eligible members to a written resolution is as follows:
 - a. a member signifies his/her/its agreement to a proposed written resolution when the Company receives from him/her/it (or someone acting on his/her/its behalf) an authenticated document:
 - i. identifying the resolution to which it relates; and
 - ii. indicating his/her/its agreement to the resolution;
 - b. the document must be sent to the Company in hard copy form or in electronic form;
 - c. a member's agreement to a written resolution, once signified, may not be revoked; and
 - d. a written resolution is passed when the required majority of eligible members have signified their agreement to it.
4. Generally the period for agreeing to a written resolution before it lapses is the period 28 days beginning with the Circulation Date (see section 297 Companies Act 2006).

AGREEMENT BY ELIGIBLE MEMBERS TO WRITTEN RESOLUTIONS

We, being eligible members of the Company:

- 1 confirm that we have received a copy of the above written resolution in accordance with section 291 of the Companies Act 2006; and
- 2 hereby resolve and agree that the above resolution is passed as a written resolution pursuant to section 288 of the Companies Act 2006 and that such resolutions shall take effect as an ordinary resolutions.

For and on behalf of **GE ENERGY EUROPE B.V.**

.....
Name:

E.F. KROOIJ

.....
Date:

16 June 2017