

Company number: 00125575

The Companies Act 2006
Public Company Limited by Shares

Resolutions

of

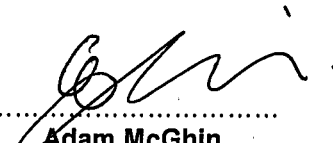
Grainger plc

(Company)

At the Annual General Meeting of the above-named Company, duly convened and held on 4 February 2015, the following resolutions were passed as ordinary resolutions of the Company, namely:

Ordinary Resolution

12. That KPMG LLP be re-appointed as auditors of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company.
13. That the remuneration of KPMG LLP be fixed by the directors.


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Adam McGhin
Company Secretary