

The State of Wisconsin

Office of the Secretary of State

APOSTILLE

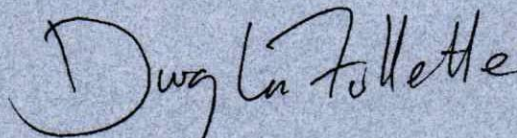
(Convention de La Haye du 5 Octobre 1961)

1. Country: United States of America
2. This public document has been signed by **Marlene Prahl**
3. Acting in the capacity of Notary Public, State of Wisconsin
4. And bears the seal/stamp of Notary Public, State of Wisconsin.

CERTIFIED for Ecuador

5. At Madison, Wisconsin
6. February 5, 2020
7. By the Secretary of State of Wisconsin
8. No. 303874
9. Seal/stamp:

10. Signature



DOUGLAS LA FOLLETTE
Secretary of State

This certificate only confirms the authority of the person named in Number 2. It does not mean that the contents of the attached document are correct, or that the Secretary of State approves of the contents.



renta.

Represente al accionista de conformidad con lo que dispone el artículo 6 de la Ley de Compañías, para que pueda contestar demandas a nombre de la Mandante y cumplir, a nombre de ella, las obligaciones que contraiga.

4. Se faculta a los mandatarios para que deleguen este poder y sustituyan este mandato, total o

Principal and fulfill, on behalf of the Principal, the obligations that he contracts.

4. Authorities are empowered to delegate this power and replace this mandate, in whole or in part, in favor of one or more persons.

This power shall remain in effect until revoked in writing by the undersigned, or expressly waived.



CERTIFIED

PODER

Sébase por el presente instrumento que el/los abajo firmante(s), Joanne P. Chomiak en su capacidad de Director y Representante Legal de **SPECTRUM BRANDS SPAIN S.L.**, una sociedad debidamente constituida y existente según las leyes de España por los derechos que represento(amos) y debidamente facultado(s), por medio de este instrumento constituimos y nombramos al Abogado Esteban Patricio Herdoiza Holguin con cedula de ciudadanía 1801504042 y matricula 8147 CAP, domiciliado en Ambato - Ecuador para que, represente a la sociedad en el Ecuador, con plenos poderes de sustitución y revocación, autorizándole para que haga lo siguiente:

1. Represente a la mandante y ejerza el derecho de voto a su nombre en las Juntas Generales de Accionistas
2. Represente al socio de conformidad con aquello que dispone el artículo innumerado incluido a continuación del artículo 221 de la Ley de Compañías, para que pueda contestar demandas a nombre de la Mandante y cumplir, a nombre de ella, las obligaciones establecidas en la Ley de Compañías para las empresas extranjeras accionistas o socias de compañías ecuatorianas, sin que por ello deba entenderse que la mandante será considerada como establecimiento permanente en el país, ni estará obligada a establecerse en el Ecuador, ni a inscribirse en el Registro Único de Contribuyentes, ni presentar declaraciones de impuesto a la renta.
3. Represente al accionista de conformidad con lo que dispone el artículo 6 de la Ley de Compañías, para que pueda contestar demandas a nombre de la Mandante y cumplir, a nombre de ella, las obligaciones que contraiga.
4. Se faculta a los mandatarios para que deleguen este poder y sustituyan este mandato, total o

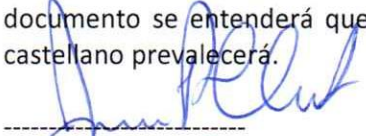
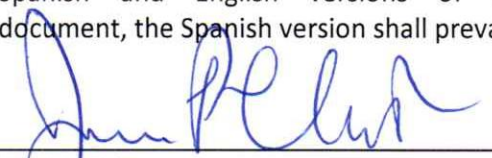
POWER OF ATTORNEY

The undersigned, acting as Director and in such capacity, duly authorized to act on behalf of **SPECTRUM BRANDS SPAIN S.L** (herein after referred to as the Grantor) a corporation duly organized under the Laws of Spain, who acting on behalf of the Grantor, appoints and designates Abg. Esteban Patricio Herdoíza Holguin WITH identification number 1801504042 and license 8147 CAP, domiciled in Ambato - Ecuador, as Grantor's Attorney in Fact, investing them with all powers of attorney required by law to:

1. Represent the principal and exercise the right to vote in his name at the General Meetings of Shareholders.
2. Represent the shareholder in accordance with the terms of the provisions of the innumerable article included after article 221 of the Companies Law, so that he may answer claims on behalf of the Principal and comply, on behalf of the Principal, with the obligations established in the Law of companies for foreign shareholders or members of Ecuadorian companies, without it being understood that the principal will be considered as a permanent establishment in the country, nor will it be obligated to establish in Ecuador, nor to register in the Single Registry of Taxpayers, nor to file Income tax returns.
3. Represent the shareholder in accordance with Article 6 of the Companies Law, so that he can answer claims on behalf of the Principal and fulfill, on behalf of the Principal, the obligations that he contracts.
4. Authorities are empowered to delegate this power and replace this mandate, in whole or in part, in favor of one or more persons.

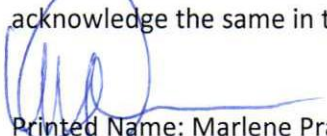
This power shall remain in effect until revoked in writing by the undersigned, or expressly waived.



parcialmente, a favor de una o más personas. Este poder permanecerá en vigencia hasta que sea revocado por escrito por el abajo firmante, o renuncia expresa. Este poder está siendo otorgado en un documento que contiene una versión en idioma castellano y una versión en inglés. En el evento de existir discrepancia entre las versiones en castellano e inglés de este documento se entenderá que la versión en castellano prevalecerá.  ----- FIRMA Nombre: Joanne P. Chomiak CARGO: Director	This power of attorney is being granted in a document which contains Spanish and English versions. In the event of a discrepancy between Spanish and English versions of this document, the Spanish version shall prevail.  SIGNATURE Name: Joanne P. Chomiak Title: Director
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STATE OF WISCONSIN)
) ss.
 COUNTY OF DANE)

Personally came before me this 31st day of January, 2020, the above named Joanne P. Chomiak known to me to be the person who executed the foregoing instrument and acknowledge the same in the capacity of Director of Spectrum Brands Spain, S.L.


 Printed Name: Marlene Prahl
 Notary Public, State of Wisconsin

My Commission expires: 10/11/22

