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I hereby certify this to be a true
and accurate copy of original

Signed K. Stob BHP LLP
Blackett Hart & Pratt LLP

Company number 166242

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

WHESOE LIMITED

CIRCULATION DATE: 22 December 2009

Blackett Hart & Pratt LLP
Solicitors
Westgate House, Faverdale
Darlington DL3 0PZ
Tel: 01325 466794

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Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company
propose that the resolution below be passed as a special resolution (**Special Resolution**).

SPECIAL RESOLUTION

That the share capital of the Company be reduced to the sum of £1 comprising four
non redeemable ordinary shares of 25p subject to the reduction being supported by a
solvency statement pursuant to Section 642 of the Companies Act 2006.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the
Special Resolution.

The undersigned being the persons entitled to vote on the above Resolution on
December 2009 hereby irrevocably agree to the Special Resolution:

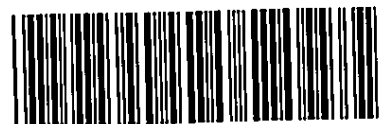
Signed by



Director

for and on behalf of Endress + Hauser Investments Limited

TUESDAY



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05/01/2010

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COMPANIES HOUSE

NOTES

1. If you agree to the Special 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:

- **By hand:** delivering the signed copy to the Company Secretary.
- **Post:** returning the signed copy by post to the Company Secretary at the registered office of the Company.
- **Fax:** faxing the signed copy to 01325 376509 marked "For the attention of the Company Secretary".
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to garyc@bhplaw.co.uk Please enter "Written Resolution dated December 2009" in the e-mail subject box.

If you do not agree to the Special Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Special Resolution, you may not revoke your agreement.
3. Unless, by *20th January* 2010, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
4. 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.
5. 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.

PAK