

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
FLUKE (G.B.) LIMITED (the "Company")

(Registered Number: 01019807)

WRITTEN RESOLUTION

(Passed: 17 March 2009)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following special resolution was passed as a written resolution of the Company by eligible members who, at 17 March 2009, would have been entitled to vote on the resolution:

SPECIAL RESOLUTION

THAT:

- 5 (i) the share capital of the Company be reduced by the cancellation of 1,453,015,640 ordinary shares of £0.05 each held by Jacobs Holding Limited;
- 1 (ii) paragraph 5 of the Company's memorandum of association be and is deleted and replaced with the following wording:
- "The Company's share capital is £1 divided into 20 ordinary shares of £0.05 each." ; and
- 3 (iii) the £1,246,000 standing to the credit of the Company's share premium account be and is hereby cancelled, and the amount of the cancellation, namely £1,246,000, is credited to the profit and loss account of the Company.



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Director/Secretary

