

Replacement filing of the special resolution dated 18 March 2020 that inadvertently omitted a necessary signature and is therefore of no legal effect.

Company Number: 07397586

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

AMETEK EUROPEAN HOLDINGS LIMITED

Circulated on 28 May 2020 (Circulation Date)

Written resolution of the Company pursuant to chapter 2 Part 13 of the Companies Act 2006 proposed by the directors of the Company as a special resolution (the **Resolution**).

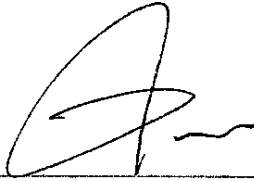
SPECIAL RESOLUTION

THAT the share premium account standing in the books of the Company at the date of this resolution at £361,526,224 be cancelled in full and the amount so cancelled be credited to a reserve.

Please read the Notes on the final page of this document before signifying your agreement to the Resolution.

Pursuant to Chapter 2 of Part 13 of the 2006 Act, we, the undersigned, being the sole eligible member of the Company entitled to vote on the Resolution set out above on the Circulation Date stated above hereby irrevocably agree to the Resolution.

Signed for and on behalf of **AMETEK EUROPE LLC**:

} 

Treasurer / Authorised Signatory of AMETEK EUROPE LLC

DATE: 28 May 2020

SATURDAY



A966HF8T

A12

30/05/2020

#44

COMPANIES HOUSE

NOTES

- 1 If you agree to the 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 at its registered address.
 - **Post:** returning the signed copy by post to the Company at its registered address.
 - **Email:** by attaching a scanned copy of the signed document to an email and sending it to sharon.scott@ametek.com. Please type "Written resolutions of Ametek European Holdings Limited" in the email subject box.
- 2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 3 Unless, within 28 days of the Circulation Date, 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 the Company by this date.
- 4 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.