

Company number 08179791  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
of  
**ROPER UK, LTD**  
(the "Company")

**Circulation Date: December 20, 2018**

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

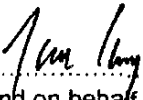
**SPECIAL RESOLUTION**

That, the directors of the Company having made on December 20, 2018 a solvency statement in accordance with section 643 of the 2006 Act, the amount standing to the credit of the share premium reserve of the Company be reduced by £700,000,000 and that the amount arising from such reduction of share premium reserve be carried to the distributable reserves of the Company.

**AGREEMENT**

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

The undersigned, being the sole member entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:

  
.....  
for and on behalf of **ROPER**  
**LUXEMBOURG HOLDINGS SARL**

Date: December 20, 2018



## NOTES

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document *where indicated above* and returning it to the Company by post to the Company's registered office.
- 2 If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 4 Unless, by the expiry of 28 days beginning with 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 us before or during this date.
- 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.