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MAPLIN ELECTRONICS (HOLDINGS) LIMITED
(the "Company")

Written Resolutions of the sole Member of the Company

Circulation date: 7th November 2008

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions (the "**Resolutions**") are passed. Resolutions 1 and 2 are proposed as ordinary resolutions.

ORDINARY RESOLUTIONS	For	Against
<p>1 THAT, subject to the Act and provided that he has disclosed to the Directors the nature of his interest, a Director notwithstanding his office may have a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company including, without prejudice to the above, he:</p> <p>1.1 may be a party to, or otherwise interested in, any contract, transaction or arrangement with any Relevant Company (save that where he is interested in a contract, transaction or arrangement with the Company, he shall also be required to declare the extent of this interest in accordance with the Act);</p> <p>1.2 may be a director or other officer of, or employed by, or otherwise interested in, any Relevant Company;</p> <p>1.3 may hold an interest in and/or represent the interests of:</p> <p>1.3.1 a Member of the Company; and/or</p> <p>1.3.2 a body corporate, trust, partnership or Investment Fund which Controls, is Controlled by or is under Common Control with the Member; and/or</p> <p>1.3.3 an Associated Fund of any person or body mentioned in sub-paragraphs 1.3.1 and/or 1.3.2 above, notwithstanding that those interests may conflict, from time to time, with the interests of the Company;</p> <p>1.4 shall not, save as otherwise agreed by him, be accountable to the Company for any benefit which he derives from any such contract, transaction or arrangement or from any such office or employment or from any interest in any such body corporate, trust, partnership or Investment Fund, or for such remuneration (as referred to in paragraphs 1.1 to 1.3 above) and no such contract, transaction or arrangement shall be liable to be avoided on the grounds of any such interest or benefit;</p> <p>1.5 shall not be required:</p> <p>1.5.1 to disclose to the Company or to the Directors, or to any Director, officer or employee of the Company information which he receives otherwise than by</p>	X	



- virtue of his position as Director, in respect of which he owes a duty of confidentiality to a person other than the Company, to the extent that disclosure of such confidential information would amount to a breach of confidence to that person ("Confidential Information"); or
- 1.5.2 to otherwise use or apply such Confidential Information for the purpose of or in connection with the performance of his duties as a Director; and
- 1.6 shall be entitled to disclose to the Members (or other body corporate or Investment Fund) which directly or indirectly appointed him as Director such information concerning the business and affairs of the Company as he sees fit.

		For	Against
2	THAT:	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2.1	where a Director has an interest which can reasonably be regarded as likely to give rise to a conflict of interest, the Director may, and shall if so requested by the Directors take such additional steps as may be necessary or desirable for the purpose of managing such conflict of interest, including compliance with any procedures laid down from time to time by the Directors for the purpose of managing conflicts of interest generally and/or any specific procedures approved by the Directors for the purpose of or in connection with the situation or matter in question, including without limitation:		
2.1.1	absenting himself from any meetings of the Directors at which the relevant situation or matter falls to be considered; and		
2.1.2	not reviewing documents or information made available to the Directors generally in relation to such situation or matter and/or arranging for such documents or information to be reviewed by a professional adviser to ascertain the extent to which it might be appropriate for him to have access to such documents or information;		
2.2	subject to paragraph 2.3, on any matter in which a Director is in any way interested he may nevertheless vote and be taken into account for the purposes of a quorum and (save as otherwise agreed) may retain for his own absolute use and benefit all profits and advantages directly or indirectly accruing to him thereunder or in consequence thereof;		
2.3	if a question arises at any time as to the materiality of a Director's interest or as to his entitlement to vote and such question is not resolved by his voluntarily agreeing to abstain from voting, such question shall be referred to the chairman of the meeting and his ruling in relation to any Director other than himself shall be final and conclusive except in a case where the nature or, where applicable, extent of the interest		

of such Director has not been fairly disclosed; and

- 2.4** where proposals are under consideration concerning the appointment (including fixing or varying the terms of appointment) of two or more Directors to offices or employments with the Company or any body corporate in which the Company is interested, the proposals may be divided and considered in relation to each Director separately and in such case each of the Directors concerned shall be entitled to vote (and be counted in the quorum) in respect of each resolution except that concerning his own appointment.

For the purposes of these Resolutions:

"Associated Funds" means, in relation to an Investment Fund, other Investment Funds which have the same general partner, manager or adviser as such Investment Fund, or which have a general partner, manager or adviser which Controls, is Controlled by, is under Common Control with, or has substantially similar shareholders as, the general partner, manager or adviser of such Investment Fund;

"Connected Person" shall have the meaning given to that expression in Section 839 of the Income and Corporation Taxes Act 1988;

"Control" means (either alone or acting in concert and directly or indirectly) being:

- (i) the beneficial owner of more than 50 per cent. of the issued share capital of or of the voting rights in a body corporate, or having the right to appoint or remove a majority of the directors or otherwise control the votes at board meetings of that company by virtue of any powers conferred by the articles of association (or equivalent), shareholders' agreement or any other document regulating the affairs of that body corporate;
- (ii) the beneficial owner of more than 50 per cent. of the capital of a partnership, trust or fund, or being the general partner or manager of a partnership, trust or fund, or otherwise having the right to control the composition of or the votes to the majority of the management of that partnership, trust or fund by virtue of any powers conferred by the partnership, trust or fund agreement or any other document regulating the affairs of that partnership, trust or fund;
- (iii) his or its Connected Person; or
- (iv) otherwise able to secure that the affairs of another are conducted directly or indirectly in accordance with the wishes of that person, body corporate, trust, partnership or Investment Fund (either alone or acting in concert), and

"Controlled" and **"Controlling"** shall be construed accordingly and being under **"Common Control"** shall mean where persons, bodies

corporate, trusts, partnerships or funds are each Controlled directly or indirectly by the same person, body corporate, trust partnership or fund (either alone or acting in concert);

"Investment Fund" means any person, company, trust, limited partnership or fund holding shares for investment purposes;

"Relevant Company" means:

the Company;

- (v) a subsidiary undertaking of the Company;
- (vi) any holding company of the Company or a subsidiary undertaking of any such holding company;
- (vii) any body corporate which is associated with the Company, promoted by the Company or in which the Company is otherwise interested;
- (viii) any other body corporate in which;
 - (a) a Member of the Company holds an interest; or
 - (b) any body corporate, trust, partnership or Investment Fund which Controls, is Controlled by or is under Common Control with a Member, holds an interest; or
 - (c) an Associated Fund of any person or body mentioned in sub-paragraphs (v)(a) and/or (b) above; and
- (ix) any other body corporate or Investment Fund; and

"Member" means a holder of shares in the Company.

AGREEMENT

Before signifying your agreement to the Resolutions, please read the notes at the end of this document.

The undersigned, a person entitled to vote on the Resolutions on 7th November 2008, hereby irrevocably agrees to those Resolutions marked with an "X" in the column headed "For".

Signed by Maplin Electronics Group (Holdings) Limited

Date

Kent Upay
7th November 2008

NOTES:

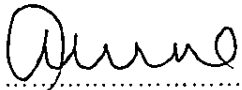
1. Please indicate whether you wish to vote for or against each Resolution by marking an "X" in the box next to the relevant Resolution headed "For" or "Against" , then sign and date this document where indicated above and return it to the Company using one of the following methods:
 - **By Hand:** delivering the signed copy to The Secretary, Maplin Electronics (Holdings) Limited, Brookfield Way Manvers, Wath Upon Dearne, Rotherham, South Yorkshire, S63 5DL.
 - **Post:** returning the signed copy by post to The Secretary, Maplin Electronics (Holdings) Limited, Brookfield Way Manvers, Wath Upon Dearne, Rotherham, South Yorkshire, S63 5DL.
 - **Fax:** faxing the signed copy to 01709 774057 marked "For the attention of The Secretary".
 - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to claire.webb@maplin.co.uk. Please enter "Written resolutions dated 7th November 2008" in the e-mail subject box.
2. If you have received the Resolutions by e-mail you may also indicate your agreement by replying to the original e-mail containing the Resolutions. For your agreement to be valid you must state your name, identify the Resolutions to which you agree and state that you irrevocably agree to them.
3. If you do not agree to any of the Resolutions, you do not need to do anything: You will not be deemed to agree if you fail to reply.
4. If you return the form without placing a mark next to one or more Resolutions then you will not be deemed to agree to these Resolutions.
5. If a mark is made in a "For" box which is not an "X" it will only be accepted as a vote in favour of the resolution if it is clear that it is intended to be such a vote.
6. Any alterations to this document should be clearly legible and initialled.
7. Once you have indicated your agreement to any of the Resolutions, you may not revoke your agreement.
8. Unless, by midnight on the date that is 28 days from the date of circulation of the Resolution, sufficient agreement has been received for a Resolution to pass, that Resolution will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before this time.
9. 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.
10. 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.

Resolution 1 was passed as an ordinary resolution on 7th November 2008.

Resolution 2 was passed as an ordinary resolution on 7th November 2008.

[The applicable date for an Ordinary Resolution is the date on which it was passed by a simple majority of the total voting rights of the shareholders who were entitled to vote on the resolution on the circulation date of the resolution. For a Special Resolution it is the date on which it was passed by not less than 75% of the total voting rights of the shareholders who were entitled to vote on the resolution on the circulation date of the resolution]

In each case, the signatory being the sole member of the Company.


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Secretary