Statement of compliance for the purposes of section 644(5) Companies Act 2006

Company number: 04439718

Company name: TELEDYNE E2V LIMITED

Teledyne e2v Limited (the "Company") passed a special resolution by written resolution on 3 May 2017 to reduce its share capital in accordance with sections 641 to 643 of the Companies Act 2006.

We, Susan Lee Main, David Alexander Russell Mather, Aldo Pichelli, Edwin Roks, Jason Vanwees and Nicholas Wargent, being all the directors of the Company, hereby confirm:

- that a solvency statement was made on 3 May 2017 by all the directors of the Company; (a)
- that the solvency statement was made not more than 15 days before the date on which (b) the special resolution was passed; and
- that a copy of the solvency statement was sent to every eligible member at or before the (c) time at which the proposed special resolution was sent to him.

Susan Lee Main

Jason Vanwees

Dated: 3 May 2017

David Alexander Russell Mather

Edwin Roks

Nicholas Wargent

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Statement of compliance for the purposes of section 644(5) Companies Act 2006

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the Co	ompanies Act 2006.		
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(c)	that a copy of the solvency statement was sent to every eligible inember at or before the time at which the proposed special resolution was sent to him.		
	,	Davettalathe	
	Lee Main'	David Alexander Russell Mather	
Aldo Pichelli		Edwin Roks	
Jason Vanwees		Nicholas Wargest	
Dated	3/5	2017	

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Susan Lee Main	David Alexander Russell Mather
Aldo Pichelli	Edwin Roks
Jason Vanwees	Nicholas Wargent

Dated: 3 May 2017

Statement of compliance for the purposes of section 644(5) Companies Act 2006

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Susan	Lee Main	David Alexander Russell Mather		
Aldo P	ichell	Edwin Roks		
***************	Vanwees	Micholas Wargepa		
Dated:	2 //	2017		