

ABER INSTRUMENTS LTD

REGISTRATION NUMBER 2213855

Minutes of Extraordinary meeting held on 13th January 2010 at 5 Science Park, Aberystwyth.

MEMBERS PRESENT

KAREN BARRATT (secretary)
BARRY WISE (chair)
PAUL YEOMANS
JOHN CARVELL
LINDSAY AGATE
TIM PRYCE
LINDA SAXTON
GAVIN RICHARDS
NICHOLAS TAYLOR
JEFF DAVIES
TOM MILLARD
SAMANTHA ROWLEY
JONATHAN SELMAN
PETER JONES
MATTHEW LEE
ROY RADCLIFFE

The meeting was called to consider a resolution to -

Alter the Articles of Association of Aber Instruments to limit the shareholding held by any one individual to 5.1% of the total ordinary shares issued.

Detail of the resolution and changes to the wording of the Articles have been circulated to all members.

A vote was taken and the resolution was approved and passed unanimously.



Karen Barratt

Company Secretary



A07

12/02/2010

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COMPANIES HOUSE

Notice of an Extraordinary General Meeting to be held at the offices of Aber Instruments Ltd on 13th January 2010.

Resolution under consideration -

To alter the Articles of Association of Aber Instruments to limit the shareholding held by any one individual to 5.1% of the total ordinary shares issued.

Background

The Company is committed to wider employee ownership and has been enabling this by means of mechanisms such as the Employee Benefit Trust (EBT) and Share Incentive Plan (SIP). This has led to an on-going requirement to fund the EBT from profits of the Company. In the interests of fairness and of future cash requirements the trustees of the EBT and the directors of the Company believe that it is best to limit the percentage shareholding held by any one individual. A limit of 5.1% of the issued shares is proposed. This limit will not apply to the EBT or SIP. This will mean that existing members who have more than 5.1% will have to sell some shares. It may also mean that, in future, some members may not be able to take advantage of free share allocations if they already hold 5.1%.

Proposed wording for the Articles of Association

A new clause to be inserted, under the heading "Transfer Event" as follows -

(d) a member's ordinary shareholding exceeding 5.1% of the total issued ordinary shares.

A new clause to be inserted, under the heading **TRANSFERS**, as follows:-

9. (9) A member may not hold more than 5.1% of the issued ordinary shares. This provision does not apply to any Employee Share Trust. If a member holds more than 5.1% of the issued ordinary shares then a Transfer Event will be deemed to have taken place and the transfer of excess shares shall be dealt with under the provisions of Article 9.

Aber Instruments Ltd EGM – 13th January 2010

I will/will not be attending

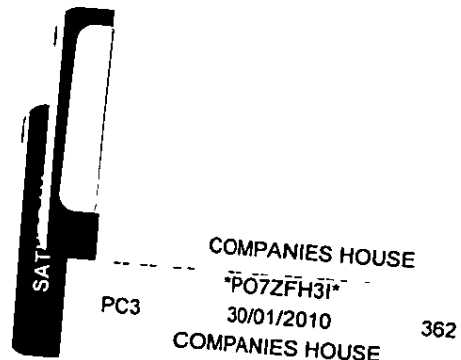
Delete as applicable

Name

For voting matters my nominated proxy voter is -

Chairman/Name

Delete as applicable



Please complete and return to Barry Wise