NOTICE OF RESOLUTION PASSED

Company number 02357989

PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

FOCUSRITE AUDIO ENGINEERING LIMITED (Company)

The undernoted Resolution was duly passed by all the members of the Company entitled to vote on below matter as a Special Resolution of the Company on 20 December 2006

SPECIAL RESOLUTION

"THAT the terms of the proposed contingent contract and the performance thereof, whereby the Company may become entitled and obliged to purchase from Simon Blackwood of 11,250 of its own ordinary shares of £1 each, and of which a copy has been supplied to each member of the Company, be and hereby approved for the purposes of Part V and Section 320 of the Companies Act 1985"

Philip Dudderidge

Director, for and on behalf of Focusrite Audio Engineering Limited

MONDAY

110/07/08:

A23

28/05/2012 COMPANIES HOUSE #17/