

Company Number: 4023277

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

LEYBOLD OPTICS UK LIMITED

("the Company")



The following written resolution was passed by the Company pursuant to Section 381A Companies Act 1985 (as amended by the Companies Act 1989) on 9th March 2003

1. IT BE AND IS HEREBY RESOLVED that the existing Articles of Association of the Company be and they are amended by the deletion of the existing article 15.1 and the substitution of the following new article 15.1:

"15.1 Regulations 24, 25, 26 and 28 in Table A together with other references to the directors refusing to register a transfer of the Company's shares shall not apply to the Company."

Leybold Optics UK Limited

D.J. Clegg

By (print name): DAVID J CLEGG

Title: Director

DIRECTOR

J. Meinel

By (print name): JÜRGEN MEINEL

Title: Director

DIRECTOR

Werner Strauch

By (print name): WERNER STRAUCH

Title: Director

DIRECTOR