This form should be completed in black.

The information printed below is taken from Companies House records as at 30/03/98
If this information requires amendment use the spaces opposite.

Date of this return (See note 1)
The information in this return should be made up to a date not later than

<table>
<thead>
<tr>
<th>Day</th>
<th>Month</th>
<th>Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>14</td>
<td>04</td>
<td>98</td>
</tr>
</tbody>
</table>

Date of next return (See note 2)
If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

Registered Office (See note 3)
This is the address registered by Companies House.

AUTOMATION HOUSE
HARVEST CRESCENT
ANCELLS BUSINESS PARK
FLEET, HAMPSHIRE, GU13 8XP

Principal business activities (See note 4)
Trade classification is
3320 MFR INSTRUMENTS FOR MEASURING ETC

If the code cannot be determined from the notes, give a brief description of principal activity.
Register of members (See note 5)

The register is kept at
REGISTERED OFFICE

Register of debenture holders (See note 6)

Any register of debenture holders (or duplicate) is kept at

Company Secretary (See note 7)

Particulars of a new secretary must be notified on form 288.

JOHN WILLIAM GILBEY
B.Sc (Eng) DMS
27 HAZLEMERE VIEW
HAZLEMERE
HIGH WyCOMBE
BUCKINGHAMSHIRE HP15 7BY

If this person has ceased to be secretary, please state when.

Directors (See note 7)

Particulars of a new director must be notified on form 288.

MICHAEL FLAHERTY
11 LING DRIVE
LIGHTWATER
GUILDFORD
SURREY GU18 5PA

Date of Birth: 22/09/47
Nat: BRITISH
Occ: BUSINESSMAN

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

If the information shown needs amendment, give details below and, for secretary and director particulars, the date of any change.

Date of any change: Day Month Year

Date of resignation: Day Month Year
### Directors - continued

**Particulars.**

**KURT THEODOR STOLL**
LENZHALDE 72
ESSLINGEN 7300
GERMANY

Date of Birth: 14/08/31
Nat: GERMAN
Occ: ENGINEER

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

<table>
<thead>
<tr>
<th>Day</th>
<th>Month</th>
<th>Year</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Particulars.**

**WILFRIED KARL STOLL**
SONNENBERGSTRASSE 51E
STUTTGART 7000
GERMANY

Date of Birth: 10/10/37
Nat: GERMAN
Occ: BACHELOR OF COMMERCE

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

<table>
<thead>
<tr>
<th>Day</th>
<th>Month</th>
<th>Year</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**NO MORE DIRECTORS — ADDITIONAL SECRETARIES OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.**

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

<table>
<thead>
<tr>
<th>Day</th>
<th>Month</th>
<th>Year</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
**Issued Share Capital** *(See note 8)*

Enter details of all shares in issue at the date of this return.

<table>
<thead>
<tr>
<th>Class</th>
<th>Number of shares issued</th>
<th>Aggregate nominal value (ie Number of shares issued multiplied by nominal value per share)</th>
</tr>
</thead>
<tbody>
<tr>
<td>ORDINARY</td>
<td>450,000</td>
<td>£4,500,000</td>
</tr>
</tbody>
</table>

**List of past and present members** *(See note 9)*

*(Use attached schedule where appropriate)*

A full list is required if one was not included with either of the last two returns.

There were no changes in the period on paper not on paper

The last full members list was at 14/04/97

A list of changes is enclosed

A full list of members is enclosed ✓

**Elective resolutions** *(See note 10)* *(Private companies only)*

If an elective resolution is in force at the date of this return to dispense with annual general meetings, mark this box.

If an elective resolution is in force at the date of this return to dispense with laying accounts in general meetings, mark this box.

**Certificate**

I certify that the information given in this return is true to the best of my knowledge and belief.

I enclose the fee of £15.

Cheques should be made payable to Companies House.

**Signed**

Secretary/Director *(delete as appropriate)*

Date 29.4.98

This return includes continuation sheets.

Please ensure that you have completed all sections on this page.

To whom should Companies House direct any enquiries about the information shown in this return?

THE SECRETARY AT THE

REGISTERED OFFICE

Postcode

Telephone 01252-775660 Ext 5040.
LIST OF PAST AND PRESENT MEMBERS

Company Number: 00926749

<table>
<thead>
<tr>
<th>Name and address</th>
<th>Number currently held</th>
<th>Number Transferred</th>
<th>Date of Registration of Transfer</th>
<th>Remarks</th>
</tr>
</thead>
<tbody>
<tr>
<td>FESTO AKTIENGESELLSCHAFT.</td>
<td></td>
<td>449,999</td>
<td>449,999</td>
<td>16-6-97</td>
</tr>
<tr>
<td>MAYBACHSTRASSE 39</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>D-70469, STUTTGART, GERMANY</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>FESTO HOLDING GMBH</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>MAYBACHSTRASSE 39</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>D-70469, STUTTGART, GERMANY</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>FESTO GMBH</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>MAYBACHSTRASSE 39</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>D-70469, STUTTGART, GERMANY</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Company Number: 00926749

Company Name: FESTO LIMITED

<table>
<thead>
<tr>
<th>Name and address</th>
<th>Number of shares or amount of stock held by existing members at date of this return.</th>
<th>Number currently held</th>
<th>Date of Registration of Transfer</th>
<th>Remarks</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Particulars of shares transferred since the date of the last return, or, in the case of the first return, since the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members.</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
THE COMPANIES ACT, 1948.

DECLARATION of Compliance with the requirements of the Companies Act, 1948, on application for registration of a Company.

Pursuant to Section 15 (2) of the Companies Act 1948.

Name of Company FESTO PNEUMATIC LIMITED.

I, ALBERT NORMAN AGGETT
of 1, BECK ROAD, BRENTFORD, MIDDLESEX.

Do solemnly and sincerely declare that I am (*)

A PERSON NAMED IN THE ARTICLES OF ASSOCIATION AS A DIRECTOR

of FESTO PNEUMATIC LIMITED.

And that all the requirements of the Companies Act, 1948, in respect of matters precedent to the registration of the said Company and incidental thereto have been complied with, And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the provisions of the "Statutory Declarations Act. 1835."

Declared at Brentford
In the County of Middlesex

the 11th day of January

one thousand nine hundred and

before me.

(*) A Commissioner for Oaths.

(a) "A Solicitor of the Supreme Court" (or in Scotland "an Enrolled Law Agent"
"engaged in the formation," or "A person named in the Articles of Association
"as a "Director" or the "Secretary."

(b) or Notary Public or Justice of the Peace.

Presented by

Form No. 41

(The Filing Fee is 5)

PRINTED BY S. O. & CO. LTD., W'STOW, E.17.
STATEMENT OF NOMINAL CAPITAL
OF

FESTO PNEUMATIC LIMITED.

NOMINAL CAPITAL of the above-named Company is £29,000.

Signature: [Signature]

Date: 9th January, 1969

STATEMENT of the Nominal Capital made pursuant to s. 112 of the Stamp Act, 1891. (Note.—The Stamp Duty on the Nominal Capital is Ten shillings for every £100 or fraction of £100—Section 41, Finance Act, 1933.)

This Statement is to be filed with the Memorandum of Association, or other Document, when the Company is registered.

Presented for registration by

Stamps: LCS 303

23 Jan 1969
1. The name of the Company is:— "Festo Pneumatics Limited."

2. The Registered Office of the Company will be situate in England.

3. The objects for which the Company is established are:—

   (A) To carry on business as importers, exporters, buyers, sellers and dealers in pneumatic engineering equipment, plant, machinery, tools, fittings, apparatus and accessories used in connection therewith, whether operated by gas, electric or any like power, or any power that can be used as a substitute therefor, and to buy, sell, manufacture, import, export, operate and deal in or act as agents for the sale of all or any kind of electrical, mechanical, heating and pneumatic equipment and machinery, plant, tools, instruments, devices appliances, apparatus, installations and goods of all kinds, and as welders, sheet metal workers, metal spinners, turners, perforators, stampers and metal workers generally, mechanical, electrical, motor and general engineers.
2.

(B) To carry on any other trade or business whatsoever which can in the opinion of the Company be advantageously or conveniently carried on by the Company by way of extension of or in connection with any such business as aforesaid or in lieu thereof or is calculated directly or indirectly to develop any branch of the Company's business or to increase the value of or turn to account any of the Company's assets, property or rights.

(C) To purchase, sell, exchange, improve, mortgage, charge, rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire, and/or deal with any freehold, leasehold or other property, chattels and effects, whether real or personal or immovable or movable, or any interest therein.

(D) To erect, pull down, repair, alter, develop or otherwise deal with any building or buildings and adapt the same for the purposes of the Company's business, whether or not on the Company's property.

(E) To purchase, or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or formed to carry on any business which the Company is authorised to carry on or possessed of property suitable to the purposes of the Company and to pay cash or to issue any shares, stocks, debentures or debenture stock of the Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the business or property so purchased or acquired.

(F) To apply for, purchase or otherwise acquire any copyrights, patents, licences, concessions, secret processes or inventions which may be capable of being dealt with by the Company, or be deemed to benefit the Company and to grant rights thereout.

(G) To sell, let, license, develop or otherwise deal with the undertaking, or all or any part of the property or assets of the Company, upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interest in, any other Company.

(H) To invest and deal with the moneys of the Company in or upon such securities and subject to such conditions as may seem expedient, or otherwise to invest or deal with money in any manner which the Company shall think fit.

(I) To lend money to such persons, upon such terms and/or security and subject to such conditions as may seem desirable.
3.

(J) To guarantee the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interest, dividends, securities, moneys or shares or the performance of contracts or engagements of any other company or person, and to give indemnities and guarantees of all kinds and to enter into partnership or any joint purse arrangement with any person, persons, firm, or Company, carrying on a business having objects similar or complementary to those of the Company or any of them.

(K) To borrow or raise money in such manner as the Company shall think fit, and in particular, by the issue of debentures or debenture stock charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to re-issue any Debentures at any time paid off.

(L) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures, warrants, and other negotiable documents.

(M) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in or obligations of any other company or corporation.

(N) To remunerate any person, firm or company for services rendered or to be rendered in issuing, placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business and to pay all or any of the expenses of such formation, issue, placing or assisting to place such shares, debentures, debenture stock or securities and to admit any person, firm or company to participate in the profits of the Company.

(O) To pay for any property, rights or interests acquired by the Company either in cash (whether by instalments or otherwise) or in fully or partly paid up shares, or in securities of the Company, or partly in one way and partly in another, and to accept payment for any property, rights or interests sold or otherwise disposed of by the Company either in cash as aforesaid or in fully or partly paid up shares or in securities of any other company or partly in one way and partly in another, and whether payment is being made or accepted, on such terms generally as the Company shall think fit.

(P) To pay out of the funds of the Company all or any of the costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission.
To promote or aid in the promotion of any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of the Company.

To establish and support and aid in the establishment and support of funds or trusts calculated to benefit employees or ex-employees of the Company or the dependents or the connections of such persons and to grant pensions or allowances to any such persons, and to assist any charitable or benevolent object.

To distribute any property of the Company in specie among the members in accordance with their rights.

To do all or any of the above things in any part of the world as principals, agents, trustees, brokers or otherwise and either alone or in conjunction with others, or through or by means of agents, brokers sub-contractors, trustees or otherwise.

To do all such other things as are in the opinion of the Company incidental or conducive to the attainment of the above objects or any of them.

It is declared that the foregoing sub-clauses shall be construed independently of and distinct from each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

4. The liability of the members is limited.

5. The Share Capital of the Company is £20,000 divided into 2,000 Shares of £10 each.

The Company has power from time to time to increase or reduce its capital and to consolidate or subdivide the shares into shares of larger or smaller denominations. Any new shares from time to time to be created may from time to time be issued with any such right of preference, whether in respect of dividend, voting or other matters and/or conditions as to capital, or any other special privilege or advantage over any shares previously issued or then about to be issued, or with such deferred rights as compared with any other shares previously issued or then about to be issued, or subject to any such conditions or provisions and with any such right or without any right of voting, and generally on such terms as the Company may from time to time determine, but so that any preferential or special rights or privileges, whether qualified or not, attached to issued shares shall not be affected or interfered with except in manner provided in Clause 4 of Part I of Table A in the first Schedule to the Companies Act, 1948.
We, the several persons whose names, addresses and descriptions are subscribed are desirous of being formed into a Company, in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names.

<table>
<thead>
<tr>
<th>Names, Addresses and Descriptions of Subscribers</th>
<th>Number of shares taken by each subscriber, in words.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Wilfried Karl Stoll</td>
<td>three hundred and fifty</td>
</tr>
<tr>
<td>73 Esslingen an Meran</td>
<td></td>
</tr>
<tr>
<td>Waldackerweg 58</td>
<td></td>
</tr>
<tr>
<td>Dipl. Kaufmann</td>
<td></td>
</tr>
<tr>
<td>Kurt Theodor Stoll</td>
<td>three hundred and fifty</td>
</tr>
<tr>
<td>73 Esslingen - Hegensberg</td>
<td></td>
</tr>
<tr>
<td>Schaubacherweg 48</td>
<td></td>
</tr>
<tr>
<td>Dipl. Ing.</td>
<td></td>
</tr>
</tbody>
</table>

Dated the 9th day of January 1968.

Witness to the above Signatures:

Dr. Walker Stone

7318 Reichenbach / Frib.
Federstraße 11
West - January
Preliminary

1. The regulations contained in Table A, Parts I and II, but excluding regulations numbers 24 and 53 of Part I in the first Schedule to the Companies Act, 1948, (hereinafter referred to as "Table A") shall apply to the Company except in so far as expressly excluded or expressly or by implication varied by these Articles, so far as such exclusion or variation is consistent with statutory requirements.

2. Clauses 24, 53, 75, 79, 88, 99 and 106 of Part I, of Table A, shall not apply to the Company, Clause 11 of Table A, Part I, shall be varied by omitting therefrom the words "other than fully paid shares," but the Articles hereinafter contained and the remaining clauses of Table A, Part I, which are incorporated in Table A, Part II, together with Clauses 2 to 6 (inclusive) of Table A, Part II shall constitute the regulations of the Company.

3. The Company is a private company within the meaning of Section 28 of the Companies Act, 1948.
7.

SHARES.

4. The shares shall be at the disposal of the Directors who may allot and issue them in all respects as they may think fit, but subject always to the provisions of Clause 2 of Part II of Table A and so that no shares may be issued at a discount except as provided by Section 57 of the Companies Act, 1948. Subject to Clause 6 of Part I of Table A the Company may pay a commission to any person in consideration of his subscribing or agreeing to subscribe, whether absolutely or conditionally, for any shares in the Company or procuring or agreeing to procure subscriptions, whether absolute or conditional, for any shares in the Company, but the commission may not exceed ten per cent. of the price at which the shares are issued. Commission may be paid in cash or in fully or partly paid up shares in the Company or by both of these methods.

5. Subject to Clause 7 of Part I of Table A the Company shall except as by these Articles otherwise provided be entitled to treat the registered holder of any share as the absolute owner thereof and shall be under no obligation to recognise any interest equity or trust in or affecting any share other than the absolute right thereto of the registered holder.

DIRECTORS.

6. Until the Company in General Meeting shall otherwise determine, the number of the Directors shall not be more than five nor less than two. The following shall be the first Directors of the Company namely:—Kurt Stoll and Wilfried Stoll. AND Albert Norman Adott.

7. The office of a Director shall be vacated:—

(a) If he becomes bankrupt, or compounds with his creditors; or

(b) If he becomes prohibited from being a Director by reason of any order made under either of Sections 188 and 332 of the Companies Act, 1948; or

(c) If he is found lunatic, or becomes of unsound mind; or

(d) If he absents himself from the meetings of the Directors for a continuous period of six months without special leave of absence from the Board of Directors and they pass a resolution that he has by reason of his absence vacated office; or
8.

(c) If he resigns his office by notice in writing to the Company, the same being duly minuted at the next meeting of the Board of Directors and shall take effect from that time.

8. The Directors may from time to time borrow or raise for the purposes of the Company (otherwise than by the issue of share capital) such sum or sums as they in their discretion deem desirable and advantageous to the Company and may secure the repayment of such sum or sums in such manner and on such terms as they think fit.

9. The quorum necessary for the transaction of the business of the Directors may be fixed by the Directors and unless so fixed shall be two. A resolution in writing signed by all the Directors shall be as effective for all purposes as a resolution of the Board of Directors duly passed at a duly constituted meeting of the Board.

SECRETARY.

10. Subject to the provisions of Clauses 110 and 111 of Part I of Table A, the Company shall appoint as Secretary such person as shall be determined by the Directors. In the event of the office of the Secretary being at any time vacant or if the Secretary shall be at any time or for any reason incapable of acting as such, the duties of the Secretary shall be performed by such person as shall be designated by the Directors as Assistant or Deputy Secretary or by any officer of the Company authorised generally or specially in that behalf by the Directors.
Names, Addresses and Descriptions of Subscribers.

Wilfred Karl Stoll
73 Esslingen am Neckar
Waldadomerstr 58
Dipl. Kaufmann

Theodor Stoll
73 Esslingen - Hegensberg
Schrumpdorferstr 48
Dipl. Ing.

Dated the 9th day of January 1968.

Witness to the above Signatures:

D. Welke, Grose
7313 Reichenbach / Feba
Federstrasse 11
Welt - Firmenich
I hereby certify, that the amendments made to the Memorandum and Articles of Association were made with the full knowledge and consent of the subscribers.

P. F. Stanley, Glove & Co. Ltd.

29/1/68
CERTIFICATE OF INCORPORATION

No. 928749

I hereby certify that

FESTO PNEUMATIC LIMITED

is this day incorporated under the Companies Acts 1948 to 1967 and that the Company is Limited.

Given under my hand at London the 2nd February, 1958.

Assistant Registrar of Companies

C.173