

No 02687567

**ACTRON GROUP**  
**Written Resolutions of the Company**  
**pursuant to Regulation 53 of Table A which is incorporated into the Articles of Association**  
**of the Company**

WE, the undersigned, being all the members of the Company who at the date of these resolutions would be entitled to attend and vote at a general meeting of the Company HEREBY PASS the following written resolutions as special resolutions of the Company -

**RESOLUTIONS**

- 1 THAT (pursuant to and in accordance with Regulation 4(E) of the Articles of Association of the Company) the transfer to the Company by C P International Systems C V of 29,906,000 Ordinary Shares of £1 each in the capital of the Company for cancellation, a copy of which stock transfer form is attached hereto, be and are hereby approved and any Director of the Company be and is hereby authorised to accept the said transfer for and on behalf of the Company, to fulfil all of the obligations of the Company thereunder and to take all such steps as may be necessary or appropriate in relation thereto
- 2 THAT (pursuant to the provisions of Regulation 4(E) of the Articles of Association of the Company) the payment in specie by the Company out of capital constituted by the transfer to C P International Systems C V of 301 preference shares of NLG 1,000 each in the capital of Checkpoint Holland Holdings B V in exchange for the transfer to the Company of 29,906,000 Ordinary Shares of £1 each in the capital of the Company for cancellation as referred to in the Resolution numbered 1 above be and is hereby approved


2009400

*W Craig Burns* W Craig Burns President Checkpoint International, LLC  
For and on behalf of  
C P International Systems C V

For and on behalf of  
Omar Durrani (as directed by C P International Systems C V )

Dated 1 August 2007

MONDAY



A19 \*A897UVRE\* 452  
24/12/2007  
COMPANIES HOUSE

WED

LD6 \*LX7ONUGA\* 203  
07/11/2007  
COMPANIES HOUSE

No 02687567


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For and on behalf of  
C P International Systems C V



For and on behalf of  
Omar Durrani (as directed by C P International Systems C V)

Dated

30/07/2007

WEL

**STOCK  
TRANSFER  
FORM**

(Above this line for Registrars only)

301 cumulative preference  
shares in Checkpoint Holland  
Holding BV

Certificate lodged with the Registrar

Consideration Money £

(For completion by the Registrar/Stock Exchange)

Name of Undertaking	ACTRON GROUP	
Description of Security	ORDINARY SHARES	
Number or amount of Shares, Stock or other security and, in figures column only, number and denomination of units, if any	Words TWENTY NINE MILLION NINE HUNDRED AND SIX THOUSAND	Figures 29,906,000 (29906000 units of £1 )
Name(s) of registered holder(s) should be given in full the address should be given where there is only one holder  If the transfer is not made by the registered holder(s) insert also the name(s) and capacity (e.g. Executor(s)), of the person(s) making the transfer	In the name(s) of C P INTERNATIONAL SYSTEMS C V PANENSKA 8 BRATISLAV 81103 SLOVAKIA	

We hereby transfer the above security out of the name(s) aforesaid to the person(s) named below

Stamp of Selling Broker(s) or, for transactions which are not stock exchange transactions, of Agent(s), if any, acting for the Transferor(s)

Signature(s) of transferor(s)

- 1 *W Craig Burns*  
W Craig Burns, President, Checkpoint International LLC
- 2
- 3
- 4

Date

30/7/2007

A Body corporate should execute this transfer under its common seal or otherwise in accordance with applicable statutory requirements

Full name(s) full postal address(es) (including County or if applicable Postal District number) of the person(s) to whom the security is transferred	ACTRON GROUP 43 WESTERN ROAD BRACKNELL BERKSHIRE RG12 1RH
Please state title if any or whether Mr Mrs or Miss	
Please complete in type or in Block Capitals	

I/We request that such entries be made in the register as are necessary to give effect to this transfer.

Stamp of Buying Broker(s) (if any)	Stamp or name and address of person lodging this form (if other than the Buying Broker(s))
	Macfarlanes 10 Norwich Street, London, EC4A 1BD  138 Chancery Lane +44 (0)20 7831 9222 Ref RBKP