

SUSAN L. MAIN
Senior Vice President and Chief Financial Officer



January 18, 2017

e2v Technologies, Plc
106 Waterhouse Lane
Chelmsford, CM1 2QU
United Kingdom

Teledyne Technologies Incorporated
1049 Camino Dos Rios
Thousand Oaks, California 91360
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For the attention of: Mr. Steven Blair, Chief Executive Officer

Dear Mr. Blair,

Reimbursement of Certain Fees of KPMG LLP

Reference is made to recommended cash acquisition of the entire issued and to be issued share capital of e2v Technologies, Plc ("e2v") by Teledyne Technologies Incorporated ("Teledyne"), through its wholly-owned subsidiary, Rhombi Holdings Limited (the "Acquisition").

In connection with the proposed Acquisition, Teledyne has requested that e2v engage KPMG, LLP, e2v's independent auditor ("KMPG") to (i) prepare an audit of e2v's financial statements for fiscal year ending March 31, 2016, on the basis of U.S. Generally Accepted Auditing Standards (the "US GAAS Audit"), and (ii) prepare a report identifying potential differences between e2v's International Financial Reporting Standards (IFRS) and U.S. Generally Accepted Accounting Principles (US GAAP) in e2v's financial statements for the fiscal year ended March 31, 2016 ("the Gap Analysis").

Teledyne hereby agrees to reimburse e2v for the KPMG fees incurred by e2v in connection with the US GAAS Audit and the Gap Analysis. e2v shall submit applicable KPMG invoices to the undersigned Chief Financial Officer of Teledyne and Teledyne shall pay the amount due under each invoice to e2v (or at the direction of e2v) within ten (10) business days of receipt.

If you have any questions about the foregoing please feel free to contact me at (805) 373-4720.

Yours sincerely,

A handwritten signature in blue ink, appearing to read "S. Main", is written over a light blue horizontal line.

Susan L. Main

Cc: Melanie S. Cibik, Senior Vice President, General Counsel, Chief Compliance Officer and Secretary