

**APPENDIX III
TO THE DECISION AND ORDER**

NOTICE OF DIVESTITURE AND REQUIREMENT FOR CONFIDENTIALITY

On December __, 2003, General Electric Company (“GE”), hereinafter referred to as “Respondent,” entered into an Agreement Containing Consent Orders (“Consent Agreement”) with the Federal Trade Commission (“FTC”) relating to the divestiture of certain assets. That Consent Agreement includes two orders: The Decision and Order and the Order to Maintain Assets.

The Decision and Order requires the divestiture of assets relating to the Panametrics Ultrasonic NDT Business. These assets are hereinafter referred to as the “Panametrics Divested Assets.” Both the Decision and Order and the Order to Maintain Assets require Respondent to commit that no Confidential Business Information relating to the Panametrics Divested Assets will be disclosed to or used by any employee of the entity formed by the merger of GE and of certain assets of Agfa-Gevaert N.V. (“Agfa”) (“Combined Entity”). In particular, this is to protect such information from being used in any way by the Combined Entity for the research, development, sale or manufacture of any product that competes, or may compete, with any product that is marketed by the acquirer of the Panametrics Divested Assets after the proposed acquisition. The Decision and Order also requires the complete divestiture of ALL documents (including electronically stored material) that contain Confidential Business Information related to the Panametrics Divested Assets. Accordingly, no employee of the Combined Entity may maintain copies of documents containing such information.

Under the Decision and Order, the Respondent is required to divest the Panametrics Divested Assets to an acquirer that must be approved by the FTC. R/D Tech, Inc. has been proposed to the FTC as the acquirer for these assets. Until a complete divestiture of all of the Panametrics Divested Assets occurs, the requirements of the second order – the Order to Maintain Assets – are in place to insure the continued marketability, viability and competitive vigor of the Panametrics Divested Assets. This includes preserving the work force that performs functions related to the Panametrics Divested Assets. You are receiving this notice because you are either (i) an employee with work responsibilities related to the Panametrics Divested Assets, (ii) an employee for GE or the Combined Entity who has work responsibilities in some way related to products that compete or may compete with the Panametrics Divested Assets, or (iii) an employee or former employee of GE or Agfa who might have Confidential Business Information in your possession related to the Panametrics Divested Assets.

All Confidential Business Information related to the Panametrics Divested Assets must be retained and maintained by the persons involved in the operation of that business on a confidential basis, and such persons must not provide, discuss, exchange, circulate, or otherwise disclose any such information to or with any other person whose employment involves responsibilities unrelated to the Panametrics Divested Assets (such as persons with job responsibilities related to products that compete or may compete with the Panametrics Divested Assets). In addition, any person who possesses such Confidential Business Information related to the Panametrics Divested Assets and who becomes involved in the Combined Entity’s

business related to any product that competes or may compete with the Panametrics Divested Assets must not provide, discuss, exchange, circulate, or otherwise disclose any such information to or with any other person whose employment relates to such businesses. Finally, any GE or former GE or Agfa employee with documents that contain information that he or she believes might be considered Confidential Business Information related to the Panametrics Divested Assets and who has not received specific instructions as to how the documents in his or her possession should be disposed of should contact the contact person identified at the end of this notice.

No employee for GE or the Combined Entity who has work responsibilities in any way related to products that compete or may compete with the Panametrics Divested Assets shall have access to any facility containing Panametrics Divested Assets; provided, however, that such employees may have access with the consent of the owner of the Panametrics Divested Assets.

Furthermore, the Decision and Order restricts any employees of Panametrics who were involved in the marketing or manufacturing of the Panametrics Divested Assets from performing a similar function for the Combined Entity relating to ultrasonic nondestructive testing for six (6) months from the closing of the GE/Agfa transaction.

Any violation of the Decision and Order or the Order to Maintain Assets may subject GE or the Combined Entity to civil penalties and other relief as provided by law.

CONTACT PERSON

If you have questions regarding the contents of this notice, the confidentiality of information, the Decision and Order or the Order to Maintain Assets, you should contact

_____.

ACKNOWLEDGMENT

I, _____ (print name), hereby acknowledge that I have read the above notification and agree to abide by its provisions.