

LAZARD

Lazard & Co., Limited
50 Stratton Street
London
W1J 8LL

To: Premier Farnell plc
4th Floor
55 The Strand
London
UK
WC2N 5LR

19 August 2016

Recommended Acquisition of Premier Farnell plc (“Premier Farnell”) by Avnet Bidco Limited (“Bidco”), an indirect wholly-owned subsidiary of Avnet, Inc.

Dear Sirs,

We refer to the circular to shareholders to be dated on or around 19 August 2016 (the “Scheme Document”) (a near final draft of which is attached and initialled by us for identification purposes), in relation to the recommended all cash acquisition (the “**Acquisition**”) of the entire issued and to be issued ordinary share capital of Premier Farnell by Bidco.

We hereby consent to the inclusion of references to our name and to our advice in the form and context in which they appear in the Announcement, as required by Rule 23.3 of the City Code on Takeovers and Mergers.

Yours faithfully,



Vasco Litchfield
Managing Director

For and on behalf of Lazard & Co., Limited

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