



07 March 2014

TUV SUD BABT TCB
Octagon House
Segensworth Road
Fareham
Hampshire PO15 5RL
United Kingdom

RE: Agent for FCC Equipment Authorization Applications (ProGuardian™ & Centro™ Projects)

Dear Sir or Madam,

We, Cyberonics Inc., hereby authorize Joel Schneider/Susan Rupp of TUV SUD America, Inc. to act as our agents in all matters relating to applications for equipment authorization to the FCC, including the signing of all documents relating to these matters for the ProGuardian™ & Centro™ projects.

This authorization expires on 10 July 2014.

Sincerely,

A handwritten signature in blue ink, appearing to read "SS".

Company Officer (for FCC matters): Staci Stoller
Telephone Number: (281) 228-7501
Email: staci.stoller@cyberonics.com