

Company number: 01935353

**RESOLUTIONS
OF
ESNT INTERNATIONAL LIMITED
(the “Company”)**

Passed on 26 January 2022

In accordance with the written resolution procedure in Chapter 2 of Part 13 of the Companies Act 2006, resolution 1 was duly passed as an ordinary resolution and resolution 2 was duly passed as a special resolution:

ORDINARY RESOLUTION

- 1. THAT**, in respect of the written resolutions passed by the member of the Company on 6 March 2017 (the “**2017 Resolutions**”), the references to:
- a. the nominal value expressed in pounds sterling of the preference share in ordinary resolution II of the 2017 Resolutions;
 - b. the number of preference shares of £1.00 each in ordinary resolution III of the 2017 Resolutions; and
 - c. the number of ordinary shares of £1.00 each in ordinary resolution IV of the 2017 Resolutions,

were intended, in each case, to reflect the amount resulting from the conversion of \$71,877,000 into pounds sterling at the Bank of England’s prevailing spot rate of exchange at 12 pm on 6 March 2017 and accordingly the effect of such resolutions was that:

- i. the nominal value of the preference share in ordinary resolution II of the 2017 Resolutions was £58,436,585;
- ii. the number of preference shares of £1.00 each in ordinary resolution III of the 2017 Resolutions was 58,436,585; and
- iii. the number of ordinary shares of £1.00 each in ordinary resolution IV of the 2017 Resolutions was 58,436,585.

SPECIAL RESOLUTION

2. **THAT** the share capital of the Company be reduced by the cancellation of £0.999999 from each issued ordinary share of £1.00 and the amount of such reduction be credited to the Company's distributable reserves.

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Director / Company secretary