

Company number: 02263092

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of

ELECTORAL REFORM SERVICES LIMITED

(the Company)

Circulation Date: 18 July 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the **2006 Act**), the directors of the Company propose that the resolution be passed as a special resolution (the **Resolution**).

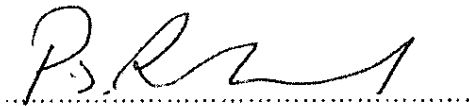
SPECIAL RESOLUTION

TO declare an interim dividend of £12,500,000.00 to be paid to Civica UK Limited, being the Company's sole shareholder.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being the members of the Company who are entitled to vote on the Resolution at the date of circulation of the Resolution hereby irrevocably agree to the Resolution:


.....

Director

Civica UK Limited

Date: 18 July 2019



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COMPANIES HOUSE

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post to Ashwin Pillay at Charles Russell Speechlys LLP, 5 Fleet Place, London EC4M 7RD.
2. If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. If your agreement to pass the Resolution is not given by the end of 28 days beginning with the circulation date stated on page 1, the Resolution will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.