

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
RESOLUTIONS IN WRITING
of
EPG Insurance Systems Limited
(the "Company")

Resolution in writing of the eligible members of the Company proposed by the directors of the company in accordance with section 288 of the Companies Act 2006.

We, the undersigned, being the sole member who at the Circulation Date is entitled to attend and vote on the resolution **RESOLVE** to pass the following resolution which has been proposed as special resolution:

SPECIAL RESOLUTION

THAT the Company reduce its share capital and share premium account by:

- a) Cancelling and extinguishing 342,340 ordinary shares of £0.10 each; and
- b) Extinguishing the sum of £2,025 from the share premium account to the sole shareholder.

Xchanging Global Insurance Solutions Limited, being the sole member of the Company who at the Circulation Date of these resolutions is entitled to attend and vote to a general meeting of the Company, **RESOLVES** to the resolutions set out above.

SIGNATURE. 

for and on behalf of Xchanging Global Insurance Solutions Limited

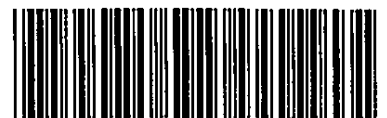
NAME: Timothy Llewellyn Croom

DATE: 7 August 2015

NOTES:

- 1. The circulation date of these resolutions is 7 August 2015 (the "**Circulation Date**").
- 2. An eligible member can signify his or its agreement to the resolutions by signing the resolutions and by either delivering a copy of the signed resolutions to Natalie Graham / Anna Myburgh by hand or by sending a copy of the signed resolutions by email to natalie.graham@xchanging.com / anna.myburgh@xchanging.com.
- 3. These resolutions must be passed by the date which falls 28 days from and including the Circulation Date. If these resolutions are not passed by such date they will lapse. The agreement of a member to these resolutions is ineffective if signified after this date
- 4. A copy of this resolution has been sent to the auditors.
- 5. A copy of the solvency statement supporting this resolution is attached to this resolution.

MONDAY



A14 17/08/2015 #45
COMPANIES HOUSE