

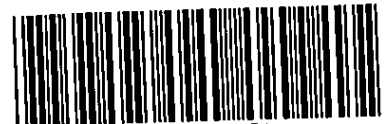
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

ASSURITY (HOLDINGS) LIMITED

TUESDAY



\*ARC9WDVQ\*

A43

06/10/2009

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COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the following resolution is passed as a special resolution

RESOLUTION

THAT, the share capital of the Company be and the same is hereby reduced from £530,355 divided into 2,121,420 Ordinary Shares of £0.25 each to £100 divided into 400 Ordinary Shares of £0.25 each and that such reduction be and the same is hereby effected by cancelling and extinguishing 2,121,020 of the existing issued Ordinary Shares of £0.25 each registered in the name of ICM Computer Group Limited.

30 September 2009

AGREEMENT

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

We, the undersigned, being persons entitled to vote on the above resolution, irrevocably agree to such resolution:

Name of Shareholder

Signature

Date

ICM Computer Group Limited

30 September

Copy: Auditors

NOTES

1. Shareholders who wish to agree to such resolution should signify their agreement in one of the following ways:
  - Sign and return this document to Technology House, Hunsbury Hill Avenue, Northampton, Northamptonshire NN4 8QS, marked for the attention of William Martin; or
  - E-mail the company at [william.martin@phoenix.co.uk](mailto:william.martin@phoenix.co.uk) attaching a scanned copy of the signed document to an email containing the subject "Written Resolution".

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.

2. If sufficient agreement is not received within 28 days from the date stated above then this resolution will lapse and shareholders will not be able to indicate agreement after that date. If you agree to the resolution, please ensure your agreement reaches us before that date.
3. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.