

Company No. 03855059

## Members Written Resolution of CDC Limited (the "Company")

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The following resolution was passed as an ordinary resolution by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006:

### Resolution

IT WAS RESOLVED that:

With effect from 6 September 2017 (the "specified date") the 2 ordinary shares of £1 each in the Company be redenominated in accordance with section 622, Companies Act 2006 so that the fixed nominal value of each share shall instead be denominated in United States dollars; the conversion of the nominal value into U.S. dollars shall be calculated in accordance with section 623, Companies Act 2006, using the S&T IQ Exchange Rates prevailing at close of business in London on the specified date.

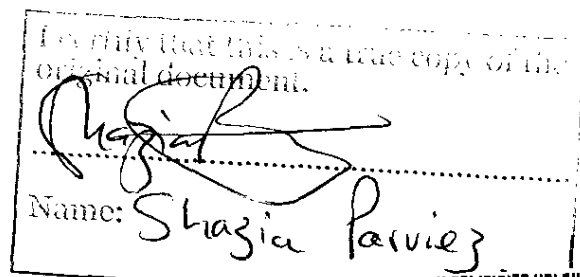
Date: 12 September 2017



**Jane Earl**

For and on behalf of:

**CDC Group plc**



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