

I/WE CERTIFY THIS
DOCUMENT IS A TRUE
COPY OF THE ORIGINAL

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

OF

WALKER MORRIS LLP

EGS GROUP HOLDINGS LIMITED (the Company)

1 April 2019 (Circulation Date)

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.

SPECIAL RESOLUTION

THAT, the issued share capital of the Company be and is reduced from an aggregate of £461,678.80, to an aggregate of £1.00 by the cancellation and extinguishment of 7,246,394 of the issued and fully paid ordinary B shares of £0.05 each, and 1,987,162 of the issued and fully paid ordinary D shares of £0.05 each, registered in the name of Proactis Limited.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement or not to the resolution.

	For	Against
SPECIAL RESOLUTION	X	

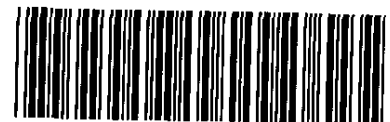
The undersigned, a person entitled to vote on the resolution on the Circulation Date irrevocably agrees or disagrees to the resolution as indicated above.

Signed TUG

For and on behalf of **Proactis Limited**

Dated 1 April 2019

FRIDAY



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COMPANIES HOUSE