

Company Number: 5091695

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
QA-IQ GROUP LIMITED (THE "COMPANY")

MONDAY



The directors of the Company have made a solvency statement under section 643 Companies Act 2006, a copy of which is annexed to these proposed resolutions, and the directors propose the following resolutions (the "**Resolutions**") to be passed as written resolutions of the Company under Chapter 2 of Part 13 Companies Act 2006. The Resolutions are proposed as Special Resolutions.

SPECIAL RESOLUTIONS

1. THAT £3,517,545 standing to the credit of the share premium account be cancelled and be treated as a distributable reserve; and
2. THAT 8,002,317 Ordinary shares of £0.02 each held by QA-IQ Investments Limited be cancelled and that the reserve arising from the cancellation be treated as a distributable reserve.

By order of the Board

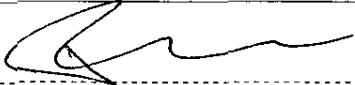
Director

Registered office: Rath House, 55-65 Uxbridge Road, Slough, Berkshire, SL1 1SG

Circulation date: 16 OCTOBER 2019. The Resolutions will lapse if not passed before the end of the period of 28 days beginning with the circulation date. However, the resolutions for the cancellation of share premium account and share capital will not be effective if not passed before the end of the period of 15 days beginning with the date of the solvency statement.

AGREEMENT

We, the undersigned, being the sole member of the Company who are entitled to vote on the Resolutions on the circulation date, hereby signify our agreement to the Resolutions.


FOR AND ON BEHALF OF QA-IQ INVESTMENTS LIMITED

16 OCTOBER 2019
DATED

NOTE

You may signify your agreement to the Resolutions by signing a hard copy of this document and delivering it by hand or sending it by fax or email to any director, the Company's solicitors EMW or the registered office.

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