

**WRITTEN RESOLUTIONS OF THE SOLE MEMBER  
OF**

**VocaLink Group Holdings Limited**  
("the Company")  
Company Number 05268437

**CIRCULATION DATE:** 26 September 2017

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 special resolution of the Company.

**SPECIAL RESOLUTION:**

**CAPITAL REDUCTION**


**THAT** the share capital of the Company be reduced by £1,100,000.00 by reducing by £1,100,000.00 the share premium account of the Company

**AND THAT** the amount by which the share capital is so reduced be credited to the distributable reserve of the Company.

**AGREEMENT**

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

The undersigned, being the shareholders of the Company, who at the time of circulation, would have been entitled to vote on the resolutions agrees to the above resolutions:

  
\_\_\_\_\_  
**For and on behalf of**  
**VocaLink Interchange Network Limited**

Date: 26 September 2017

