

Company Number: 07142031

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
SHAREHOLDERS WRITTEN RESOLUTION
OF
HOWDEN REINSURANCE BROKERS LIMITED
(the "Company")

4 May 2022 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution (the "Resolution").

SPECIAL RESOLUTION

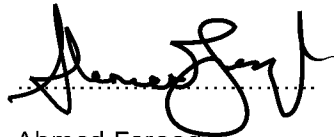
- 1) THAT, the ordinary share capital of the Company, being 27,000,000 Ordinary shares of £1.00 each, be reduced from £27,000,000 to £10,000,000 by cancelling and extinguishing 17,000,000 Ordinary shares of £1.00 in the capital of the Company (each of which is fully paid up), and the amount of the ordinary share capital so cancelled be credited to a distributable reserve.

AGREEMENT

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

The undersigned, being a member of the Company entitled to vote on the Resolution on the Circulation Date, irrevocably agrees to the Resolution.

Signed:



Name:

Ahmed Farooq

For and on behalf of:

Howden Reinsurance Brokers Holdings Limited

Date:

6 May 2022

NOTES

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - a. By Hand: delivering the signed copy to the Company Secretary at 1 Creechurch Place, London, EC3A 5AF.
 - b. Post: returning the signed copy by post to the Company Secretary at 1 Creechurch Place, London, EC3A 5AF.
 - c. Fax: faxing the signed copy to +44 (0) 207 645 9398 marked 'For the attention of the Company Secretary'.
- 2 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.
- 3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 4 Unless sufficient agreement has been received for the Resolution to pass within the period of 15 days from and including the Circulation Date, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before this time.
- 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.