

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

ADVANCED CHECKING SERVICES LIMITED (the "Company")

Company Number: SC294766

TUESDAY



Pursuant to section 288 of the Companies Act 2006 ("CA 2006") GB Group Plc, being the sole eligible member (as defined by section 289 CA 2006) of the Company for this purpose, signify its agreement to and pass the following written resolutions as special resolutions of the Company as designated below:

SPECIAL RESOLUTIONS


1. THAT the third paragraph of article 3 of the articles of association of the Company be amended be adding the words "subject to the terms of article 10" before the words "the Directors may, in their absolute discretion and without assigning any reason therefor, decline to register any transfer of any share whether or not it is a fully paid share."
2. THAT a new article 10 be added to the articles of association of the Company in the following form:

"Transfer of Shares"

Notwithstanding anything contained in these articles, the directors shall not decline to register any transfer of shares, nor may they suspend registration thereof where such transfer:

- (a) is to any bank or institution to which such shares have been charged by way of security, or to any nominee of such bank or institution (a "Secured Institution");
- (b) is delivered to the Company for registration by a Secured Institution or its nominee in order to perfect its security over the shares; or
- (c) is executed by a Secured Institution or its nominee pursuant to the power of sale or other power and such security,

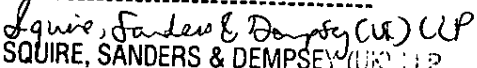
and furthermore notwithstanding anything to the contrary contained in these articles no transferor of any shares in the Company or proposed transferor of such shares to a Secured Institution or its nominee and no Secured Institution or its nominee shall be required to offer the shares which are or are to be the subject of any transfer aforesaid to the shareholder for the time being of the Company or any of them, and no such shareholder shall have the right under the articles or otherwise howsoever to require such shares to be transferred to them whether for consideration or not.


.....
for and on behalf of GB Group Plc

25 October 2011
.....
Dated

We hereby certify that this is a
true and correct copy of the original

Dated 12/12/2011


SQUIRE, SANDERS & DEMPSEY (UK) LLP
TRINITY COURT
16 JOHN DALTON STREET
MANCHESTER
M60 8HS

NOTES

1. You can choose to agree to all of the resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, 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 Sam Morton of Squire Sanders Hammonds, Trinity Court, 16 John Dalton Street, Manchester M60 8HS.
 - (b) Post: returning the signed copy by post to Sam Morton of Squire Sanders Hammonds, Trinity Court, 16 John Dalton Street, Manchester M60 8HS.
2. If you do not agree to all of the resolutions, 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 resolutions, you may not revoke your agreement.
4. Unless, before the end of the period of 28 days beginning on the Circulation Date, sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
6. 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.