

ESENDEX HOLDINGS LIMITED
(Company number 05456469)

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN SPECIAL RESOLUTION

of

ESENDEX HOLDINGS LIMITED (the *Company*)

1 April 2019

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 (the **Resolution**).

SPECIAL RESOLUTION

That the share capital of the Company be reduced from £8,819,401.70 divided into ordinary shares of £0.01 each (which have been issued and are fully paid up) to £1 by cancelling and extinguishing 881,940,070 of the issued ordinary shares of £0.01 each in the Company, each of which is fully paid up and crediting such sum to the Company's profit and loss reserve so as to create distributable reserves.

AGREEMENT

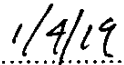
Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, a person entitled to vote on the Resolution on 1 April 2019, hereby irrevocably agrees to the Resolution:

Signed for and on behalf of Esendex Bidco
Limited


Hayden Robinson

Date: 1 April 2019


1/4/19

FRIDAY



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05/04/2019

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COMPANIES HOUSE



NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post to Esendex Holdings Limited, 20 Wollaton Street, Nottingham NG1 5FW or by email to mark.devin@commify.com, in each case marked for the attention of Mark Devin, Interim Company Secretary.

You may not return the Resolution to the Company by any other method.

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.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

3. Unless by 28 April 2019 sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or on this date.