

COMPANY NUMBER 02973781

THE COMPANIES ACT 2006
WRITTEN SPECIAL RESOLUTION
OF
COMPAREX UK LIMITED (the "Company")
(A private company limited by shares)

CIRCULATED ON 26 March 2020

Pursuant to the provisions of Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution numbered 1 below be passed as a special written resolution by the shareholders of the Company (**Resolution**).


SPECIAL RESOLUTION

1. **THAT**, further to review of the signed solvency statement annexed to this Resolution as document "A", the amount of capital standing to the credit of the share premium account of the Company shall, as at the relevant reduction date, be reduced by the amount of £ 499,999.00 and such amount shall be paid to the shareholders of the Company.

AGREEMENT

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

Each of the undersigned, being persons entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agree to the above Resolution.

DocuSigned by:

F0BC677054F74B0

Signed by a director for and on behalf of
SOFTWAREONE AG

Dated: 26 March 2020

WEDNESDAY



A09 *A920XXGW* #23
01/04/2020
COMPANIES HOUSE

Notes:

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it (in accordance with note 2 below) within 28 calendar days from and including the Circulation Date as set out above (this deadline being the **End Date**).
2. Please deliver the signed copy of the Resolution to any director of the Company (or to any other person as otherwise directed to you by any director of the Company) or, alternatively, return the resolution by post to 170 Edmund Street, Birmingham, B3 2HB.

3. If you do not agree to the Resolution, you do not need to do anything as you will not be deemed to agree if you fail to reply.
4. Unless sufficient agreement has been received by the End Date for the Resolution to pass, it will automatically lapse and the Resolution shall not be passed. If you agree to the Resolution, please ensure that your agreement reaches us before the End Date.
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 along with the signed resolutions.