

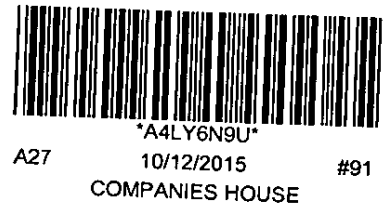
Company No. 00621757

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING
of
WILLIS GROUP LIMITED

THURSDAY



We, being eligible members representing more than 50 per cent of the total voting rights of eligible members, who at the circulation date of this resolution would have been entitled to vote on the resolution, **RESOLVE**, in accordance with Chapter 2, Part 13 of the Companies Act 2006, to pass the following resolution which has been proposed as an ordinary resolution:

ORDINARY RESOLUTION

1. **THAT** the directors be generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company up to an aggregate nominal amount of USD\$100,000 such authorities to expire on 31 January 2016 but so that the Company may make offers and enter into agreements before the authority expires which would, or might, require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after the authority expires and the directors may allot shares or grant such rights under any such offer or agreement as if the authority had not expired.

Signed.

[Signature]

Name

O. H. W. GOODINGE
DIRECTOR

For and on behalf of TRINITY ACQUISITION LIMITED

Dated:

8th December 2015

NOTES:

1. The circulation date of this resolution is 4 December 2015. This resolution has been sent to eligible members who would have been entitled to vote on the resolutions on this date. Only such eligible members (or persons duly authorised on their behalf) should sign this resolution.
2. An eligible member can signify its agreement to the resolution by signing the resolution signing the resolution and by either delivering a copy of the signed resolutions to Alistair Peel by hand or by email to Alistair.Peel@willis.com
3. An eligible member can also signify his or its agreement to the resolution by sending an e mail from his or its e mail address held by the company for such purposes to Alistair Peel at Alistair.Peel@willis.com identifying the resolution and indicating his agreement to such resolution
4. This resolution must be passed by 31 December 2015. If the resolution is not passed by such date it will lapse. The agreement of a member to this resolution is ineffective if signified after this date.
5. A copy of this resolution has been sent to the auditors