

Company Number: 03116518

Certified a true copy

  
S Griffin  
Company Secretary

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

**HASTINGS INSURANCE SERVICES LIMITED**  
(the "Company")



\*AGXBY12Z\*

A39 02/07/2008 184  
COMPANIES HOUSE

Circulated on 27th June 2008

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions 1 and 2 below are passed as ordinary resolutions (together, the "Ordinary Resolutions")

ORDINARY RESOLUTIONS

- 1 **THAT** the authorised share capital of the Company be and is hereby increased from £5,000 to £10,005,000 by the creation of 10,000,000 ordinary "A" shares of £1 each, each with the same rights and subject to the same restrictions as those attaching to the existing ordinary "A" shares of £1 each as set out in the Articles of Association
- 2 **THAT** in substitution for all existing authorities (which are hereby revoked) the directors be and are hereby generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (the "1985 Act") to exercise all the powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount of £10,005,000, PROVIDED that this authority shall, unless renewed, varied or revoked by the Company in a general meeting, expire on 27th June 2013, but the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the resolutions set out above

The undersigned, a person entitled to vote on the above resolutions on 27th June 2008, hereby irrevocably agrees to all of the resolutions set out above

Signed on behalf of Logan Consultants Ltd



Date

27/06/08

## NOTES

- 1 You can choose to agree to all of the resolutions set out above or none of them, but you cannot agree to only some of them. 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

- By Hand delivering the signed copy to  
  
Steven Griffin  
Hastings Insurance Services Limited  
Library House  
New Road  
Brentwood  
Essex  
CM14 4GD
- Post returning the signed copy by post to Steven Griffin at the address listed above
- Fax faxing the signed copy to 01277 206 147 marked "For the attention of Steven Griffin (Company Secretary)"
- E-mail by attaching a scanned copy of the signed document to an e-mail and sending it to [steven.griffin@equitygroup.co.uk](mailto:steven.griffin@equitygroup.co.uk). Please enter "Written resolutions circulated on 27th June 2008" in the e-mail subject box

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

- 2 Once you have indicated your agreement to the resolutions, you may not revoke your agreement
- 3 Unless, by 24th July 2008, 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 on or before this date
- 4 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
- 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