

Vitec Group Holdings Limited

(the "Company")

Company Number: 03800708

The Companies Act 2006

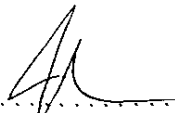
Written Resolution of the Members (Proposed by the Directors)

In accordance with Part 13, Chapter 2 of the Companies Act 2006, the board of directors propose that the resolution set out below be submitted to the eligible member of the Company as a written resolution and passed as an ordinary resolution (the "Resolution").

Ordinary Resolution

"That Deloitte LLP be appointed the Company's external auditor for the financial year ending 31 December 2018 and for subsequent financial years unless decided otherwise."

We being the eligible member of the Company holding the 5 issued Ordinary shares hereby signify our irrevocable agreement to the Resolution in accordance with the acceptance procedure set out below.


.....
On behalf of The Vitec Group plc

12 June 2018
.....
Date

Written Resolution - Acceptance Procedure

Members who agree to the Resolution MUST notify the Company of their approval using one of the methods specified below.

To signify consent to the Resolution, the member should indicate its agreement by signing and dating this document where shown above, and thereafter deliver it to The Company Secretary at Bridge House, Heron Square, Richmond, TW9 1EN by means of:

- 1) delivering the document by hand; or
- 2) sending the document by post; or
- 3) sending an e-mail to jon.bolton@vitecgroup.com attaching a scanned copy of the signed and dated document.

If the Member returns the document by post, its agreement to the Resolution will not be accepted by the Company if the person to whom the document has been addressed has not received it by the date specified above.

Members do not need to take any action if they do not agree to the Resolution.

