

SOLERA HOLDINGS, INC.

CHARTER OF THE LEAD INDEPENDENT DIRECTOR

The Board of Directors (the “Board”) of Solera Holdings, Inc. (the “Company”) considers it to be useful and appropriate to designate an independent director to serve as Lead Independent Director when the Chief Executive Officer also serves as Chairman of the Board. The Nominating and Corporate Governance Committee develops a recommendation for the Lead Independent Director, and the Lead Independent Director is elected annually by the independent directors of the Board. The Lead Independent Director serves in a lead capacity to coordinate the activities of the Company’s Board and to perform such other duties and responsibilities as the Board may determine.

The specific responsibilities of the Lead Independent Director when acting as such shall be as follows:

- In consultation with the Chief Executive Officer and the Board of Directors, designate an appropriate schedule of Board meetings;
- In consultation with the Chief Executive Officer and the Board of Directors, develop the agendas and designate the locations for meetings of the Board;
- Serve as the presiding officer of the meetings of the Board;
- Review the information to be distributed for the meetings of the Board;
- Advise Company management as to the quality, quantity and timeliness of the information submitted by the Company’s management that is necessary or appropriate for the Board to effectively and responsibly perform its duties;
- Recommend to the Board the retention of counsel, advisers and consultants who report directly to the independent directors;
- In addressing corporate governance issues, assist the Board of Directors, the Board’s Nominating and Corporate Governance Committee, other committees of the Board and the officers of the company in better ensuring compliance with and implementation of the Board’s Corporate Governance Guidelines and the charters of the committees of the Board;
- Preside at executive sessions of the independent directors held at the conclusion of Board meetings and call executive sessions of the independent directors;
- Serve as principal liaison between the independent directors and the Chief Executive Officer; and
- Serve as a liaison for consultation and communication with stockholders.

The Company’s General Counsel shall, upon request, be available to assist the Lead Independent Director and the other independent directors with regard to advice and counsel as requested by the Lead Independent Director and the other independent directors; it, nevertheless, remaining the case that each director shall have complete access to any Company employee and to outside counsel in accord with the Board’s Corporate Governance Guidelines.