

Company number 01191228

WRITTEN RESOLUTION

of

THE MOVING PICTURE COMPANY LIMITED (the "Company")

A PRIVATE COMPANY LIMITED BY SHARES

CIRCULATION DATE: 16 July **2020**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 below is passed as an ordinary resolution and resolutions 2, 3 and 4 as special resolutions, as indicated (the "**Resolutions**").

ORDINARY RESOLUTION:

1. THAT, in accordance with section 551 of the Companies Act 2006, the directors of the Company be generally and unconditionally authorised to allot or grant rights to subscribe for or to convert any security into, up to a maximum amount of one senior preference share of £1.00 each in the capital of the Company provided that this authority shall, unless renewed, varied or revoked by the Company, expire five years from the date on which this resolution is passed, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or rights to subscribe for or convert any security into shares in the Company to be granted and the directors may allot shares or grant rights to subscribe for or convert any security into shares in the Company in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the directors.

SPECIAL RESOLUTIONS:

2. THAT, subject to the passing of resolution 1 and in accordance with section 570 of the Companies Act 2006, the directors be generally empowered to allot equity securities (as defined in section 560 of the Companies Act 2006) pursuant to the authorities conferred by resolution 1, as if section 561(1) of the Companies Act 2006 did not apply to any such allotment.
3. THAT, subject to the passing of resolution 1, the articles of association of the Company be and are hereby altered by the deletion of the existing articles of association of the Company in their entirety and the adoption in their place of the articles of association in the form attached to this written resolution.
4. THAT, the restriction on the authorised share capital of the Company set out in article 3 of the articles of association of the Company is hereby revoked and deleted.

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COMPANIES HOUSE

AGREEMENT:

We, being an eligible member of the Company (as defined in section 289 of the Companies Act 2006) in respect of this written resolution, agree that the Resolutions be so passed.



For and on behalf of

TECH 7 SAS

16 July 2020

IMPORTANT:

To signify your agreement to the Resolutions, you must:

- **sign this document where indicated above;**
- **return the signed document to the Company by attaching a scanned copy of the signed document to an email and sending it to melissa.sawyer@kirkland.com; and**
- **ensure that the signed document is received by the Company within the period of 28 days from and including the circulation date indicated above. If the Resolutions are not passed by the end of this period, they will lapse.**

Note: Once given, your agreement may not be revoked.