

Company number: 02202664

PRIVATE COMPANY LIMITED BY SHARES
CLASS CONSENT
OF THE HOLDERS OF ORDINARY SHARES OF
MANGA ENTERTAINMENT LIMITED

CIRCULATION DATE: **24 MARCH** 2015

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolutions are passed as special resolutions of the holders of the ordinary shares in the capital of the Company

SPECIAL RESOLUTIONS

- 1 **THAT** the articles of association of the Company attached hereto be and are hereby adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company
- 2 **THAT**, in accordance with section 630 of the Act, 3,244,061 of the 3,244,181 issued ordinary shares of £1 each in the capital of the Company be and hereby converted into 3,244,061 deferred shares of £1 each in the capital of the Company each having the same rights and restrictions as the existing 2,576,036 deferred shares of £1 each in the capital of the Company as set out in the articles of association of the Company adopted pursuant to resolution 1 above

The undersigned, being the sole person eligible to vote on the above resolutions on the circulation date hereby irrevocably agrees to the resolutions



Colin Lomax, a director, for and on behalf of Conjanga Limited

Date **24 MARCH** 2015



NOTES

- 1 If you agree to the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company. If you do not agree to 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 the end of the period of 28 days beginning with the circulation date set out above, sufficient agreement has been received for the resolutions to pass, it will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.
- 4 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.