

Number of Company: 02636672

INSOLVENCY ACT 1986

PRIVATE COMPANY LIMITED BY SHARES

***Special and Ordinary Resolutions
(Pursuant to Sections 282(1) & 283(3) of the Companies Act 2006)***

Of

TFCF UK NOMINEES LIMITED

Passed ¹⁶ December 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions 1 and 2 are passed as special resolutions (**Special Resolutions**) and resolutions 3 and 4 are passed as ordinary resolutions (**Ordinary Resolutions**).

SPECIAL RESOLUTIONS

- 1 That the Company be wound up voluntarily and Malcolm Cohen (officeholder number: 6825) of BDO LLP, 55 Baker Street, London, W1U 7EU and Matthew James Chadwick (officeholder number: 9311) of BDO LLP, 2 City Place, Beehive Ring Road, Gatwick, West Sussex, RH6 0PA be and are hereby appointed Joint Liquidators for the purposes of such winding-up.
- 2 That the Joint Liquidators be and are authorised to distribute all or part of the assets in specie to the member in such proportion as they mutually agree.

ORDINARY RESOLUTIONS

- 3 That the Joint Liquidators' fees are to be paid on a time costs basis.
- 4 That the Joint Liquidators may act jointly and severally so that all functions may be exercised by either or both of the Liquidators.

Please read the explanatory notes at the end of this document before signifying your agreement to the resolutions.

We, the undersigned, were at the time the resolutions were circulated entitled to vote on the resolutions and irrevocably agree to the resolutions.

Signed
DocuSigned by:
Simon Bailey
Simon Bailey
For and on behalf of TFCF FILM UK HOLDINGS LIMITED

Date ¹⁶ December 2020

EXPLANATORY NOTES FOR SHAREHOLDERS:

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 using one of the following methods:

E-mail by attaching a scanned copy of the signed document to an e-mail and sending it to sharon.bloomfield@bdo.co.uk Please enter "Written resolutions dated....." into the e-mail subject box

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 date at the end of the 28 day period beginning on the circulation date*, 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 before or on this date.