

Company Number: 03749368

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF

FELLOWS MEDIA LIMITED (the "Company")

CIRCULATION DATE: 6 September 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the director of the Company hereby proposes that the resolutions below be passed as a special resolution, ordinary resolutions and class consent (**Resolutions**).

SPECIAL RESOLUTION

1. **THAT** the regulations contained in the document attached to these Resolutions be approved and adopted as the articles of association of the Company (**Articles**) in substitution for and to the exclusion of the existing articles of association.

ORDINARY RESOLUTIONS

2. **THAT**, in accordance with section 618 of the Companies Act 2006, the 3 E ordinary shares of £1.00 each in the issued share capital of the Company be subdivided into 30 E ordinary shares of £0.10 each, such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the existing E ordinary shares in the capital of the Company as set out in the Articles.
3. **THAT**, subject to the passing of Resolutions 1 and 2, 20 E ordinary shares of £0.10 each in the capital of the Company be and are hereby reclassified as 10 C ordinary shares and 10 D ordinary shares, such shares having the rights and being subject to the restrictions set out in the Articles.

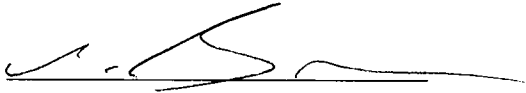
CLASS CONSENT

4. **THAT**, subject to the passing of Resolution 3 and in accordance with section 630 of the Companies Act 2006, we, being the holders of not less than three-quarters in nominal value of the issued C ordinary shares and D ordinary shares of £0.10 each in the capital of the Company, hereby irrevocably consent to the variation, modification or abrogation of the rights, privileges and restrictions attaching to such shares pursuant to Resolutions 1 and 3.

AGREEMENT

We, the undersigned, being entitled to vote on the Resolutions on the circulation date stated above, hereby irrevocably agree to the Resolutions:

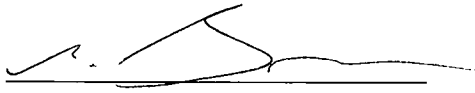
(Please read the notes at the end of this document before signifying your agreement to the Resolutions)



Signed by Mark Brown

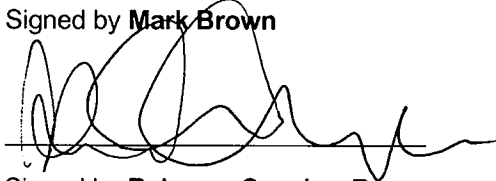
for and on behalf of **M&J Media Group Limited**

Date: 6 September 2023



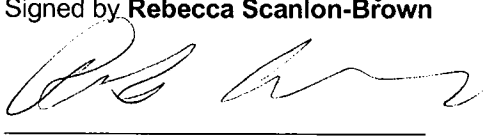
Signed by **Mark Brown**

Date: 6 September 2023



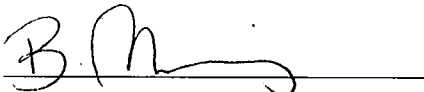
Signed by **Rebecca Scanlon-Brown**

Date: 6 September 2023



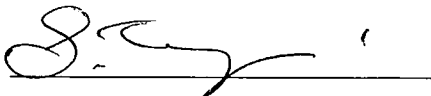
Signed by **Jacob Holmes**

Date: 6 September 2023



Signed by **Bryony Morris**

Date: 6 September 2023



Signed by **Sam Tarling**

Date: 6 September 2023

NOTES:

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above before returning it to the Company using one of the following methods:

- **By hand:** delivering the signed copy to the registered office of the Company.
- **By post:** returning the signed copy by post to the Company as above.
- **By email:** returning the signed copy by email to mark@fellowsmedia.com
- **By DocuSign or such other electronic means**

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 sufficient agreement has been received for the Resolutions to pass by the date 28 days from the Circulation Date, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us as soon as possible.
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.
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.