

AUTHORITY- PURCHASE SHARES OTHER THAN FROM CAPITAL

Special Resolutions
of
Audio Network Limited ("The Company")

Passed on 1st August 2014

At an EXTRAORDINARY GENERAL MEETING of the Company held at 54 St John's Square, London, EC1V 4JL on **Friday 1st of August 2014** at 2 00pm the following special resolutions were duly passed by the Company as special resolutions waiving the pre-emption rights of shareholders set out in the Company Articles of Association.

SPECIAL RESOLUTIONS

- 1 To authorise the directors of the Company to enter into a contract on behalf of the Company for the purchase by the Company of **4,008** Ordinary Shares of £0.01 each in the capital of the Company at a price of £3.60 per Ordinary Share from GH Nominees Limited
- 2 To authorise the directors of the Company to enter into a contract on behalf of the Company for the purchase by the Company of **9,240** Ordinary Shares of £0.01 each in the capital of the Company at a price of £3 60 per Ordinary Share from Nigel Glockler
- 3 To authorise the directors of the Company to enter into a contract on behalf of the Company for the purchase by the Company of **35,000** Ordinary Shares of £0.01 each in the capital of the Company at a price of £3 60 per Ordinary Share from John Fanaris & Noelle Ospina Fanaris
- 4 To authorise the directors of the Company to enter into a contract on behalf of the Company for the purchase by the Company of **122,914** Ordinary Shares of £0.01 each in the capital of the Company at a price of £3 60 per Ordinary Share from Jason Langley

Dated 1st August 2014

BY THE ORDER OF THE BOARD



Robert Hurst
Company Secretary

MONDAY



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COMPANIES HOUSE