PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

SWITCHDIGITAL (B&H) LIMITED (THE 'COMPANY')

CIRCULATION DATE: 20 JULY 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the '**Resolution**'):

SPECIAL RESOLUTION

1 **THAT** the articles of association in the form attached to this resolution be adopted as the new articles of association of the Company in substitution for and in exclusion of any existing articles of association of the Company.

The undersigned, the sole member of the Company entitled to vote on the Resolution on the circulation date, hereby irrevocably agrees to the passing of the Resolution as a special resolution.

Signed:
For and on behalf of **Bauer Digital Radio Limited**

Date: 20 July 2020

SATURDAY

A9A23ZTT
A15 25/07/2020 #213
COMPANIES HOUSE

NOTES

1 If you agree to the passing of the resolution, please sign and date this document where indicated above and return it to the Company by attaching a scanned copy of the signed document to an e-mail and sending it to Alice.Douglas@bauermedia.co.uk.

If you do not agree to the resolution, 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 resolution you may not revoke your agreement.

3 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.

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.