

Company no. 04419913

**The Companies Act 2006**  
**Private company limited by shares**  
**Written resolution**  
**of**  
**Brandpath Investments Limited**  
**(the "Company")**

9 December 2019 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution set out below is passed as a special resolution of the Company (the "Special Resolution").

**Special Resolution**

That the entire balance of the share premium account of the Company as at today's date shall be reduced to Nil by the cancellation of £2,377,962 (the entire amount standing to its credit as at today's date) and the credit of the resulting amount to the distributable reserves of the Company.

**Important:**

**Please read the notes at the end of this document before signifying your agreement to the Special Resolution.**

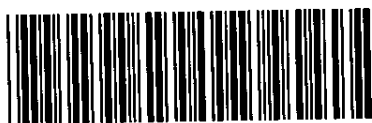
The undersigned, being all of the members entitled to vote on the Special Resolution on the Circulation Date, hereby irrevocably agrees to the Special Resolution.

Signed:  .....

Duly authorised signatory  
for and on behalf of

**Brandpath Holdings Limited (England & Wales CRN: 07224794)**  
**1 (one) ordinary share of £0.10**

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**Notes**

1. If you agree to the Special Resolution, 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:
  - (a) By hand (by delivering the signed copy to Network House, Third Avenue, Globe Park, Marlow, Bucks, SL7 1EY marked for the attention of James Holdgate).
  - (b) By post (by returning the signed copy to Network House, Third Avenue, Globe Park, Marlow, Bucks, SL7 1EY marked for the attention of James Holdgate).
2. The Special Resolution will lapse if sufficient votes in favour of it has not been received by the end of the date which is 28 days after the Circulation Date (the Circulation Date being counted as day one). **In order to be effective sufficient votes to pass the Special Resolution must have been cast within 15 days of the Circulation Date.** Unless you do not wish to vote on the Special Resolution, please ensure that your agreement reaches the Company on or before this date and time. If the Company has not received this document from you by then you will be deemed to have voted against the Special Resolution.
3. Once you have signified your agreement to the Special Resolution, such agreement cannot be revoked.
4. In the case of joint holders of shares, only the vote of the holder whose name appears first in the register of members of the Company in respect of such joint holding will be counted by the Company to the exclusion of the other joint holder(s).
5. 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.