

Company number 05496322

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

MERLIN360.COM LIMITED ("Company")

(Circulated 19<sup>th</sup> November 2019) ("Circulation Date")

The sole director of the Company proposes that, in accordance with Chapter 2 of Part 13 of the Companies Act 2006, the following resolutions be passed as an ordinary resolutions. For the purposes of these resolutions, the term **Charge** means the security, by way of a first fixed charge over the Company's intellectual property, to be granted by the Company in favour of Geoffrey John Berry, the sole director of the Company.

#### **ORDINARY RESOLUTIONS**

1. **THAT** the terms of, and the transactions contemplated by the Charge be and are hereby approved.
2. **THAT** the entry into by the Company of the Charge will promote the success of the Company for the benefit of the members as a whole.

**If you agree to the above resolutions, please signify your agreement. Unless sufficient agreement has been received for the resolutions to pass within 28 days beginning on the Circulation Date, they will lapse. You should read the notes at the end of this document before signifying your agreement to the above resolutions.**

#### **AGREEMENT**

We, the undersigned, being the sole member entitled to vote on the above resolutions on the Circulation Date, **IRREVOCABLY AGREE** to the above resolutions:



Signature: .....



Name:

GEOFFREY JOHN BERRY

Date:

14<sup>th</sup> November 2014

Signature: .....



Name:

GEOFFREY JOHN BERRY

As attorney for

GLEN HOPKINSON

Date:

14<sup>th</sup> November 2014

Signature: .....



Name:

GEOFFREY JOHN BERRY

As attorney for:

DAVID POISSON

Date:

14<sup>th</sup> November 2014

Signature: .....



Name:

GEOFFREY JOHN BERRY

As attorney for:

JOHN ROBERTSON

Date:

14<sup>th</sup> November 2014

Signature



Name.

GEOFFREY JOHN BERRY

As attorney for

KEVIN WHEAT

Date:

19<sup>th</sup> Decr November 2014

Signature:



Name:

GEOFFREY JOHN BERRY

As attorney for

MARK SPENCER WOGAN

Date:

19<sup>th</sup> November 2014

Signature:



Name:

GEOFFREY JOHN BERRY

As attorney for

RONALD SCHULER

Date:

19<sup>th</sup> November 2014

## NOTES

1. You may choose to agree to **all** of the resolutions or **none** of them but **you cannot agree to some only** of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated and returning it to the Company by using one of the following methods:

**By hand:** by delivering the signed copy to Geoffrey John Berry at Maple House, Maple Court, Tankersley, Barnsley, England, S75 3DP.

**By post:** by returning the signed copy by post to Geoffrey John Berry at Maple House, Maple Court, Tankersley, Barnsley, England, S75 3DP.

2. If you do not agree to all of the resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.

**3. ONCE YOU HAVE INDICATED YOUR AGREEMENT TO THE RESOLUTIONS, YOU MAY NOT REVOKE YOUR AGREEMENT.**

4. Unless sufficient agreement has been received for the resolutions to pass within 28 days beginning on the Circulation Date, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches the Company on or before this date.