

Company number: 06288065



A10 *A970YY96* #230
 12/06/2020
 COMPANIES HOUSE

THE COMPANIES ACT 2006
 PRIVATE LIMITED COMPANY
 WRITTEN RESOLUTION

of

ZAPPER MEDIA LIMITED (the Company)

Circulated on 10 June 20²⁰~~18~~ (the Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution 1 be passed as an ordinary resolution and resolution 2 be passed as a special resolution (the **Resolutions**):

ORDINARY RESOLUTION

1. **THAT**, in accordance with section 551 of the Companies Act 2006 (**CA 2006**), the directors of the Company be generally and unconditionally authorised to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company up to an aggregate nominal value of £235.00 provided that this authority shall, unless renewed, varied or revoked by the Company expire on the fifth anniversary of the date of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or rights to be granted and the directors may allot shares or grant rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

SPECIAL RESOLUTION

2. **THAT**, subject to the passing of resolution 1 and in accordance with section 570 of the CA 2006, the directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, as if section 561(1) of the CA 2006 did not apply to such allotment, provided that this authority shall:
 - a. be limited to the allotment of equity securities up to an aggregate nominal amount of £235.00; and
 - b. expire on the fifth anniversary of the date of this resolution (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

AGREEMENT

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

We, the undersigned, being the persons entitled to vote on the above Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

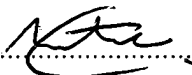
Signed by Jeremy Fenn

.....  Date 10 June 2020


Signed by Ben Hardyment

..... Date

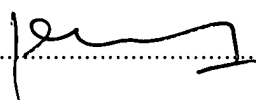
Signed by Mat White

.....  Date 10 June 2020

Signed by Donna Fenn

.....  Date 10 June 2020

Signed by Jeremy Fenn

.....  Date 10 June 2020

Signed by John Swingewood

..... Date

Signed by Angus Davidson

..... Date

Signed by Clive Vacher

..... Date

Signed by Mark Smith

..... Date

Signed by Rick Hartley

..... Date

Signed by Imran Ahmed

..... Date

Signed by Dan Thompson

..... Date

Signed by Ian West

..... Date

Signed by Ian Griffin

..... Date

Signed by Philip Ley

..... Date

Signed by Chris Booth

..... Date

Signed by Matthew Seamen

..... Date

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Signed by Mat White Date

Signed by Donna Fenn Date

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Signed by John Swingewood Date

Signed by Angus Davidson Date

Signed by Clive Vacher Date

Signed by Mark Smith Date

Signed by Rick Hartley Date

Signed by Imran Ahmed Date

Signed by Dan Thompson Date

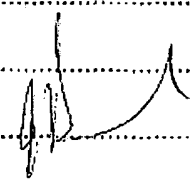
Signed by Ian West Date

Signed by Ian Griffin Date

Signed by Philip Ley Date

Signed by Chris Booth Date

Signed by Matthew Seamen Date



10 June 2020

NOTES

1. If you agree to the Resolutions, please signify your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - **by hand:** delivering the signed and dated copy to the Company at its registered office address (Firecrest House, Market Flat Lane, Scotton, Knaresborough, North Yorkshire HG5 9JA); or
 - **by post:** returning the signed and dated copy by post to the Company at its registered office address (Firecrest House, Market Flat Lane, Scotton, Knaresborough, North Yorkshire HG5 9JA).
2. 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.
3. Once you have signified your agreement to the Resolution, you may not revoke your agreement.
4. Unless, within 28 days beginning with the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that you signify your agreement and notify us as soon as possible.
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.
6. 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.