

Company Number: 06666195

THE COMPANIES ACT 2006

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

PLAYERLAYER LIMITED

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolutions are passed as special resolutions:

Resolutions proposed by the directors as special resolutions

1 Authority to allot

THAT, in accordance with section 551 of the Companies Act 2006 (CA 2006) the directors of the Company (Directors) be generally and unconditionally authorised to enter into on behalf of the Company an equity warrant instrument (Instrument) in respect of the grant of rights in favour of Foresight Nottingham Fund LP to subscribe for shares in the Company and the Directors may (and are hereby authorised) to allot shares in pursuance of the Instrument.

2 Disapplication of pre-emption rights

THAT, subject to the passing of resolution 1 and in accordance with section 570 of the CA 2006, the Directors be and are generally empowered and permitted 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 and /or 3.1 and / or 3.2 of the articles of association of the Company did not apply to any such allotment, or any other provided that this power and each shareholder waives any other right of pre-emption that they may have whether under the articles of association of the Company or otherwise.

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

The undersigned, being all of the persons entitled to vote on the above resolution on the date of circulation of it by the Company, irrevocably votes in favour of them as indicated

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THURSDAY




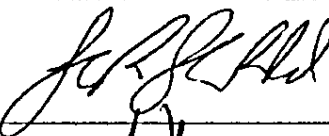
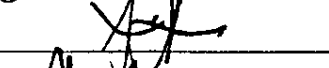
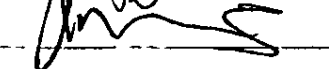
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COMPANIES HOUSE

Name	Signature	Date
Roderick Bradley		17 th November 2016
James Clayfield		17 th November 2016
Anthony Dyer		17 th November 2016
Joseph Middleton		17 th November 2016
Grant Popham		
The Trustees of the Miromutu Trust		
Lionstar Enterprises Limited		

NOTES

- 1 The date of circulation of the attached resolution is *17th November* 2016. Unless the resolution is passed before the end of the period 28 days beginning with that date, they will lapse.
- 2 Please indicate your agreement to the resolution 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 returning the signed copy by hand delivery to Joseph Middleton at the registered office of the Company, or
 - b by post - by posting the signed copy to Joseph Middleton at the registered office of the Company, or
 - c by e mail - by scanning a copy of the signed document and e mailing it to Joseph Middleton and / or Tom Gray.
3. If you do not support any of the resolutions you do not need to do anything. You will not be deemed to agree if you fail to reply. If you wish to agree to some of the resolutions but not others, please delete clearly those resolutions you do not support before signing, dating and returning the document.
- 4 Once you have indicated your agreement to the resolution, you may not withdraw your agreement.