

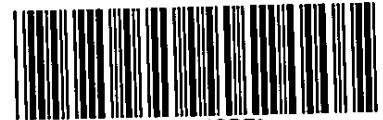
Company No 07446749

WRITTEN RESOLUTIONS

of

BLIPPAR COM LIMITED (the "Company")

THURSDAY



A15 *A3AUNGRE* 26/06/2014 #132
COMPANIES HOUSE

Pursuant to section 281(1)(a) of the Companies Act 2006 (the "Act")

Circulation date 16 JUNE 2014 (the "Circulation Date")

Pursuant to section 291 of the Companies Act 2006, the directors of the Company ("Directors") propose that the resolutions below be passed in the case of resolutions 1 and 2 as ordinary resolutions and in the case of resolution 3 as a special resolution

The following terms shall have the following meanings when used in this written shareholders' resolution

B Preferred Ordinary Shares	27,864 B preferred ordinary shares of £0.001 each in the capital of the Company, each having the rights and being subject to the restrictions set out in the Company's articles of association
Ordinary Sale Shares	27,864 ordinary shares of £0.001 each in the capital of the Company to be sold by Ambarish Mitra and Omar Tayeb to QUALCOMM Incorporated on or around the date of these Resolutions
Unclassified Share	a single ordinary share of £27.864 in the capital of the Company


Ordinary resolutions

- 1 THAT the Directors be generally and unconditionally authorised pursuant to section 551 of the Act to allot, and to grant rights to subscribe for 67,150 B preferred ordinary shares (having a maximum aggregate nominal amount of £67.150) and having the rights and restrictions set out in the Articles. This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the CA 2006 but without prejudice to any allotment of shares already made pursuant to such authorities
- 2 THAT pursuant to section 618 of the Act, the Ordinary Sale Shares be consolidated into the Unclassified Share and immediately thereafter the Unclassified Share be subdivided into the B Preferred Ordinary Shares


Special resolution

- 3 THAT the Directors of the Company be generally empowered (pursuant to section 570 of the Act and the Articles) to allot the equity securities authorised under resolution 1 as if section 561(1) of the Act and article 8.2 (pre-emption rights) of the Articles did not apply to the allotment

We, the undersigned, each being the members of the Company who at the Circulation Date are entitled to vote on the resolutions, agree to the above resolutions


Signed by Omar Tayeb
16/06/14

Date


Signed by Ambarish Mitra
16/06/14

Date

..
Signed for and on behalf of
QUALCOMM Incorporated

Date

..
Signed by Lansdowne Partners Limited
Partnership, acting by its general partner,
Lansdowne Partners Limited, and as agent of
Lansdowne Developed Markets Master Fund
Limited

..
Date

..
Signed by Lansdowne Partners Limited
Partnership, acting by its general partner,
Lansdowne Partners Limited, and as agent of
Lansdowne Developed Markets Strategic
Investment Master Fund Limited

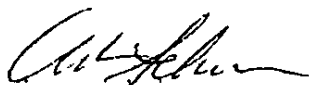
Date

Signed by Omar Tayeb

Date

Signed by Ambarish Mitra

Date



Signed for and on behalf of
QUALCOMM Incorporated

16/06/14

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Signed by Ambarish Mitra

Date

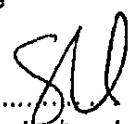
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Investment Master Fund Limited

.. 16/06/14 ..

Date

Notes

- (1) You can choose to agree to all of the above resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the above resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company
 - (a) by delivering it by hand or by posting it to the Company's registered office marked for the attention of Andrew Graham, or
 - (b) by sending it as an attachment to an email to andrew.graham@blippar.com
- (2) A member's agreement to a written resolution, once signified, may not be revoked
- (3) A written resolution is passed when the required majority of eligible members have signified their agreement to it
- (4) The resolutions set out above must be passed within 28 days of the Circulation Date otherwise they will lapse
- (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