

Company number 7893395

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
OF
THE HOUSE CROWD LIMITED
(the "Company")

FRIDAY



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16/05/2014

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COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the sole director of the Company proposes that the following resolutions (the "**Resolutions**") be passed in respect of resolution 1 as an ordinary resolution of the Company and in respect of resolution 2 as a special resolution of the Company

ORDINARY RESOLUTIONS

- 1 **THAT**, in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot up to 52 C Shares of £1 each in the Company at a premium of £2999 per C Share provided that this authority shall, unless renewed, varied or revoked by the Company expire on the fifth anniversary of the date of these Resolutions save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the directors of the Company may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired



SPECIAL RESOLUTIONS

- 2 **THAT**, subject to the passing of the ordinary resolution at paragraph 1 above and in accordance with section 570 of the Act, the directors of the Company be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 1 above, as if section 561(1) of the Act did not apply to any such allotment provided that this power shall
 - 2 1 be limited to the allotment of up to 52 C Shares of £1 each at a premium of £2999 per C Share, and
 - 2 2 expire on the fifth anniversary of the date of these Resolutions (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 of the Company may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired
- 3 **THAT**, subject to the passing of the resolution 1 above, the provision of article 10 contained in the articles of association of the Company be dis-applied in respect of the allotment of up to 52 C Shares in the Company at a premium of £2999 per C Share provided that this dis-application shall expire on the passing of these Resolutions

AGREEMENT

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

The undersigned, being the members entitled to vote on the Resolutions on *2nd May* 2014
(the "**Circulation Date**") hereby irrevocably agree to the Resolutions

Name of member	Signature of member	Date of signature
Frazer Fearnhead and Suhail Nawaz		2nd May 2014
Frazer Fearnhead		2nd May 2014
Suhail Nawaz		2014
Simeon Barnes		2014
John Houghton		2014
Gareth Clements		2014
Paul Andrew Evans		2014
Blue Silver Assets Limited		2014
Russell Biggs		2014

NOTES

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand or post to The Director, The House Crowd Limited, 20 Market Street, Altrincham WA1 1PF. 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.
- 2 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 3 Unless, within 28 days beginning with the Circulation Date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
- 4 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.
- 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.

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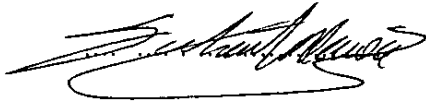
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AGREEMENT

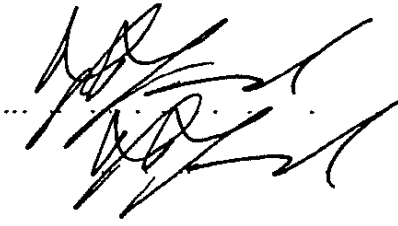
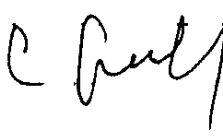
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