

**ACTIVATE MANAGEMENT LIMITED (the "Company")**

**A PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION OF THE MEMBERS**

**Circulation Date:** ..... 5 November 2021

**Date Passed:** ..... 5 November 2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose and recommend that the following resolution numbered 1 is passed as an ordinary resolution of the members of the Company (the "**Resolution**"):

**ORDINARY RESOLUTION**

1. IT IS RESOLVED THAT the terms of the contract between the Company and Judith Sutton for the purchase of 1,050 ordinary share of £0.001 each in the capital of the Company for a total consideration of £13,950 on the terms set out in the draft contract annexed hereto (the "**Purchase Contract**") be approved and the Company be authorised to enter into the Purchase Contract.

**Agreement: Please read the notes at the end of this document before signifying your agreement to the Resolution.**

**For the avoidance of doubt, it is noted that JUDITH SUTTON is not an eligible member of the Company pursuant to section 289(1) of the Companies Act 2006 for the purposes of the Resolution.**

The undersigned, being the persons entitled to vote on the Resolution on the Circulation Date set out above, hereby irrevocably agree to the passing of the Resolution.

Signed by **ADAM VELASCO**

for and on behalf of

CHERRY RED RECORDS LIMITED

**Member**



Date of signature: ..... 5 November 2021



Signed by **TOBY WILLIAM MITCHELL**

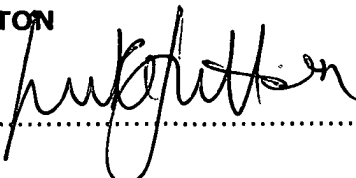
Member

  
.....

Date of signature: ..... 5 November ..... 2021

Signed by **LUKE DAVID SUTTON**

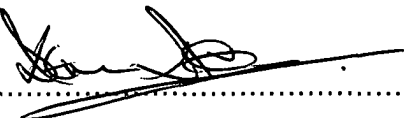
Member

  
.....

Date of signature: ..... 5 November ..... 2021

Signed by **DENNA DICKINSON**

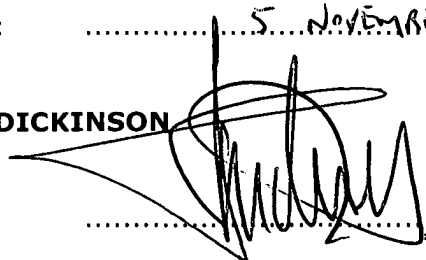
Member

  
.....

Date of signature: ..... 5 November ..... 2021

Signed by **ALAN DICKINSON**

Member

  
.....

Date of signature: ..... 5 November ..... 2021

**Notes:**

1. By signing this document, you will be confirming that a copy of the Purchase Contract has been supplied to you on or before the Circulation Date.
2. If you agree to the Resolution, please indicate your agreement by signing and dating this document above and then return it to the Company by delivering it by hand to or posting it to Activate Management Limited at 17a Arden Business Centre, Arden Road, Alcester B49 6HW or returning a scanned copy to toby@we-activate.co.uk.
3. If you do not agree to the Resolution you do not need to do anything: you will not be deemed to have agreed to the Resolution by failing to reply.
4. Once you have indicated your agreement to the Resolution you may not revoke that agreement.
5. Unless within 28 days of the Circulation Date noted at the beginning of this document sufficient agreement has been received for the Resolution to pass, the Resolution will lapse. If you do agree to the Resolution, please ensure that this document, duly signed and dated as explained in Note 2 above, is received by Activate Management Limited at 17a Arden Business Centre, Arden Road,

Alcester B49 6HW or returning a scanned copy to [toby@we-activate.co.uk](mailto:toby@we-activate.co.uk) within 28 days of the Circulation Date.

6. If you are signing this document on behalf of a person under a power of attorney or other similar authority, you must send a certified copy of that power of attorney or other authority when returning this document.