

ACTIVATE MANAGEMENT LIMITED (the "Company")

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF THE MEMBERS

Circulation Date: 5th March 2022

Date Passed: 10th March 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose and recommend that the following resolutions numbered **Error! Reference source not found.**, 2, and 3 are passed as special resolutions of the members of the Company (numbers **Error! Reference source not found.**, 2 and 3 together the "**Resolutions**"):

SPECIAL RESOLUTIONS

1. IT IS RESOLVED THAT the Articles of Association set out in the document attached to these resolutions be adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association of the Company.
2. IT IS RESOLVED THAT the 1250 ordinary shares of £0.001 each in the share capital of the Company held by Luke Sutton be hereby re-designated as 'C' ordinary shares, so that Luke Sutton holds 1250 'C' ordinary shares of £0.001 each in the capital of the Company.
3. IT IS RESOLVED THAT the 2000 ordinary shares of £0.01 each in the share capital of the Company held by Judith Sutton be hereby re-designated as 'C' ordinary shares, so that Judith Sutton holds 2000 'C' ordinary shares of £0.001 each in the capital of the Company.

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

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

Signed by **ADAM VELASCO**

for and on behalf of

CHERRY RED RECORDS LIMITED

Member

[Signature]

Date of signature: 10th March 2022



Signed by **JUDITH SUTTON**


Member

.....

Date of signature: 2022

Signed by **TOBY MITCHELL**

Member

.....


Date of signature: 10th March 2022

Signed by **LUKE SUTTON**

Member

.....

Date of signature: 2022

Notes:

1. You can agree to all of the Resolutions, but you cannot agree to some only of them. If you agree to all of the Resolutions, 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 by e-mail to toby@we-activate.co.uk.
2. If you do not agree to all of the Resolutions you do not need to do anything: you will not be deemed to have agreed to the Resolutions by failing to reply.
3. Once you have indicated your agreement to all of the Resolutions you may not revoke that agreement.
4. Unless within 28 days of the Circulation Date noted at the beginning of this document sufficient agreement has been received for the Resolutions to pass, the Resolutions will lapse. If you do agree to all of the Resolutions, please ensure that this document, duly signed and dated as explained in Note 1 above, is received by Activate Management Limited at 17a Arden Business Centre, Arden Road, Alcester B49 6HW or by e-mail to toby@we-activate.co.uk within 28 days of the Circulation Date.
5. 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.