

Company No. 09631514

A Private Company Limited By Shares

Written Resolution


of

Digme Fitness Limited (the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the resolution below was passed as a special resolution on 23 November 2020.

Special Resolution

That the terms of an agreement proposed to be made between the Company and GB Advisors Limited (registered number 08351931) (the "**Seller**") for the purchase by the Company from the Seller of 199,999 non-redeemable cumulative preference shares of £1 each in the capital of the Company (the "**Buyback Shares**") for a total consideration of £1 pursuant to article 25.1 of the articles of association and section 692(1ZA) of the Companies Act 2006 as set out in the agreement produced to the Meeting ("**Buyback Contract**") be approved and the Company be authorised to enter into the Buyback Contract and that article 19 (*Transfer Notice on Purchase of Shares*) of the articles of association of the Company shall not apply to the transfer of the Buyback Shares contemplated within the Buyback Contract.

DocuSigned by:

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For and on behalf of
Digme Fitness Limited

