

Company Number: 11034990

**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION OF THE ELIGIBLE MEMBERS OF
OCTOBER FILM STUDIOS LIMITED
(the "Company")
PASSED PURSUANT TO SECTION 283 OF THE COMPANIES ACT 2006**

10 January 2023 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution (the "Special Resolution").

SPECIAL RESOLUTION

That the provisions of articles 27.6, 27.8, 27.9 and 27.13 to 27.23 and 28 of the Company's articles of association (the "Articles") shall be disapplied in respect of the transfer of the 90,000 B Ordinary Shares of £0.001 each and the 11,250 A Ordinary Shares of £0.001 each held by October Holdings Limited in the capital of the Company to October Films Holdings Limited (the "Transfer") and the eligible shareholders of the Company expressly consent to the Transfer for the purposes of the Articles or otherwise.

AGREEMENT

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

The undersigned, being persons entitled to vote on the above Resolution on the Circulation Date, hereby irrevocably agree to the Resolution as indicated above:

Signed by a Director on behalf of
October Holdings Limited

.....*N. Leary*.....

Date

...10 January 2023.....

NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

By Hand: delivering the signed copy to Nathan Peachey at Benwell Studios, 11-13 Benwell Road, London, England, N7 7BL.

Post: returning the signed copy by post to Nathan Peachey at Benwell Studios, 11-13 Benwell Road, London, England, N7 7BL.

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to Nathan.peachey@octoberfilms.co.uk. Please enter "Circulation Date Written Resolutions" in the e-mail subject box.

If you do not agree with the Resolution 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 Resolution, you may not revoke your agreement.
3. The Resolution will lapse unless your agreement to the Resolution has been received by such date as is 28 days from the Circulation Date. If you agree to the Resolution, please ensure that your agreement reaches us before this date.
4. 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.
5. 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.