

Company No. 11100473

Written Resolutions of Tortoise Media Ltd (the "Company")


The following resolutions were duly passed as ordinary or special resolutions of the Company (as indicated) on 08 December 2021 (the "**Resolutions**") by way of written resolutions in accordance with the provisions of Chapter 2 of Part 13 Companies Act 2006:

Ordinary Resolution

1. THAT the directors of the Company are generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006, in addition to all previous authorisations granted for the purposes of section 551 of the Companies Act 2006 prior to the date hereof, to exercise all the powers of the Company to allot shares having a maximum aggregate nominal value of £6.13, provided that this authorisation shall, unless previously revoked by the Company, expire on the fifth anniversary of the passing of this Resolution, save that the Company may, at any time before such expiry, make offers or enter into agreements which would or might require shares to be allotted (or rights to be granted) after such expiry and the directors of the Company may allot shares (or grant rights) in pursuance of any such offer or agreement as if this authorisation had not expired.

Special Resolution

2. THAT the existing articles of association of the Company (the "**Existing Articles**") be and are hereby replaced by the adoption of the new articles of association in the form attached (the "**New Articles**") with effect from the passing of this Resolution.

DocuSigned by:

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Director