THURSDAY
AA6CS9P7
A04 10/06/2021 #220
COMPANIES HOUSE

Company number: 11499942

SECTION 288 COMPANIES ACT 2006

HTYT LIMITED
(the Company)

WRITTEN RESOLUTIONS

Circulation Date: 2 June **2021**

We, being the members of the Company entitled to attend and vote at a General Meeting of the Company, hereby pass the following ordinary resolutions of the Company (the **Resolutions**) pursuant to chapter 2 of part 13 of the Companies Act 2006 (as amended) and agree that the Resolutions shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened.

SPECIAL RESOLUTIONS

1. **THAT** 600 Ordinary shares of £0.01 each issued in the capital of the Company be redesignated as 600 B Ordinary shares of £0.01 each.

2. **THAT** the following share transfers be approved for the purpose of the Company's articles of association and the subscription and shareholders agreement dated 1 April 2019 made between: (1) the Investors (as defined therein), (2) the Founders (as defined therein) and (2) the Company as amended on 1 August 2020:

Transferor	**Transferee**	**Number, class and nominal value of shares**
Gregory Nugent (**GN**)	Jonathan Christopher Thomas Peacock	200 B ordinary shares of £0.01 each
Godric Smith (**GS**)	Calum Thomas Campbell	200 B ordinary shares of £0.01 each
GS	GN	7450 ordinary shares of £0.01 each

and We hereby waive any rights of pre-emption in relation to the above transfer shares as set out in the Company's articles of association.

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

.... 2 June 2021
Gregory Nugent Date

.... 2 June 2021
Godric Smith Date

.... 2 June 2021
Pat Asher Date

Candy Gay Worrow	2 June 2021 Date
James yj chen James Chen	2 June 2021 Date
Jemma Thompson	2 June 2021 Date
Mark Randall	2 June 2021 Date
Nicholas Mercer Nick Mercer	2 June 2021 Date
Nick Pownceby	2 June 2021 Date
Rod Bulmer	2 June 2021 Date
Richard Harvey	2 June 2021 Date
Lauren Harvey	2 June 2021 Date
Paul Dowling	2 June 2021 Date
Justin King	2 June 2021 Date

Mark Thompson — 2 June 2021
Date

Stephen Unwin — 2 June 2021
Date

Marion Allene — 2 June 2021
Date

Stuart Anning — 2 June 2021
Date

Barnaby Spurrier

Barnaby Spurrier — 2 June 2021
Date

Richard Whitehead — 2 June 2021
Date

Kevin JP Cahill

Kevin Cahill — 2 June 2021
Date

Nina Ferrier

Nina Ferrier — 2 June 2021
Date

C Wijeratna

Charles Wijeratna — 2 June 2021
Date

Jonathan Edwards — 2 June 2021
Date

iaellis

Ian Ellis — 2 June 2021 (Date)

MRH Duckworth

Myles Duckworth — 2 June 2021 (Date)

Director for and on behalf of
Shippers Shipman Media Limited — 2 June 2021 (Date)

Tatyana McFadden — 2 June 2021 (Date)

NOTES

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

   By Hand: delivering the signed copy to the Company, at its registered office;

   By Post: returning the signed copy by post to the Company, at its registered office; or

   By E-mail: scanning and sending the signed copy by e-mail to **jemma@htyt.co.uk**

2. If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

4. Unless sufficient agreement has been received within 28 days of the circulation date referred to above for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.

5. 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.

6. 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.