

Company Number: 11704650

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

ETA PRODUCTIONS LTD

(the 'Company')

Circulation Date: 1st August 2019



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the 'Act'), the directors of the Company propose that the resolutions below are passed as ordinary and special resolutions (the 'Resolutions'):

ORDINARY RESOLUTION

- 1 THAT, subject to the passing of Resolution 3 below, in accordance with section 551 of the Act the directors be generally and unconditionally authorised to allot shares in the capital of the Company or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal value of £661.46 provided that this authority shall expire on the first anniversary of the date on which this Resolution is passed (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Act save for any authority conferred pursuant to the New Articles.

SPECIAL RESOLUTIONS

- 2 THAT, subject to the passing of Resolution 3 below, the directors of the Company be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolution 1 above as if all rights of pre-emption (howsoever arising) did not apply to such allotment, provided that this power shall:
 - (a) be limited to the allotment of equity securities up to an aggregate nominal amount of £661.46; and
 - (b) expire on the first anniversary of the date on which this Resolution is passed (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted and the directors may allot equity securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the directors in accordance with section 570 of the Act save for any authority conferred pursuant to the New Articles.

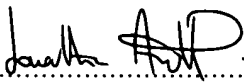
- 3 THAT the draft articles of association attached to these Resolutions, a copy of which has been signed by the chairperson for the purposes of identification (the 'New Articles') be

adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

AGREEMENT

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

The undersigned, being the members of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions.



Jonathan Arendt

Date: 1st August 2019



Marcel Engh

Date: 1st August 2019

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Frank Taubert

Date: 1st August 2019

NOTES

- (a) If you agree with the Resolutions, 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:
 - (i) by hand: delivering the signed copy to The Directors, ETA Productions Ltd., 303 The Pill Box 115 Coventry Road, London, England, E2 6GH;
 - (ii) by post: returning the signed copy by post to The Directors, ETA Productions Ltd., 303 The Pill Box 115 Coventry Road, London, England, E2 6GH;
 - (iii) by e-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to ja@etaproductions.com.
- (b) 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.
- (c) Once you have indicated your agreement to the Resolutions you may not revoke your agreement.
- (d) Unless by the 28th day beginning with the Circulation Date stated above sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or on this date.
- (e) 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. 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.