

Company number: 12076183
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
STUDIO PICTURES LIMITED
("Company")

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

1. Sub-division

THAT the forty thousand issued Ordinary shares of £1.00 each in the capital of the Company be sub-divided into four million (4,000,000) ordinary shares of £0.01 each.

2. Disapplication of pre-emption rights

THAT, following the passing of Written Resolution "Authority to Allot" in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred in that Resolution, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall:

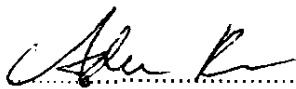
2.1 be limited to the allotment of equity securities up to an aggregate nominal amount of £53,000; and

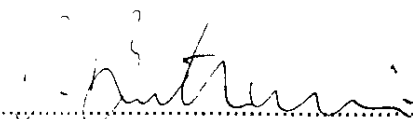
2.2 expire on the fifth anniversary hereof (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

AGREEMENT

The undersigned shareholders entitled to vote on the above Resolutions on the date hereof, hereby irrevocably agree to the Resolutions:

Signed by


Adam Rolston


David Braithwaite

Date : 27.02.2020

THURSDAY



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05/03/2020

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COMPANIES HOUSE