

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
SEEN LIVE LIMITED
(the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as ordinary resolutions in the case of resolutions numbered 1 and 2 and as special resolutions in the case of resolutions numbered 3 and 4 (the "Resolutions"). The Resolutions are first circulated to the sole member of the Company at 17:30pm on 13 September 2022 (the "Circulation Date").

ORDINARY RESOLUTIONS

1. Authorisation to vote and form part of the quorum

That the directors of the Company be authorised to vote and form part of the quorum in relation to all matters being considered by them when this written resolution was proposed, regardless of any interest that he may have in the matters being considered.

2. Allotment of shares

That the directors be generally and unconditionally authorised pursuant to Section 551 of the Act to exercise all powers of the Company to allot, grant options over or otherwise deal with or dispose of the unissued shares in the share capital of the Company provided that this authority:

- 2.1. shall be limited to 640 A ordinary shares of £0.10 each and 359 B ordinary shares of £0.10 each in the capital of the Company; and
- 2.2. shall expire on the day preceding the fifth anniversary of the date on which this resolution was passed unless previously renewed or varied save that the directors may notwithstanding such expiry allot, grant options over or otherwise deal with or dispose of any shares under the authority in pursuance of an offer or agreement so to do made by the Company before the expiry of the authority.

SPECIAL RESOLUTIONS

3. Adoption of new articles of association

That the articles of association, a copy of which is attached to this Resolution, be adopted as the articles of association of the Company in substitution for, and to the exclusion of, its existing articles of association.

4. Disapplication of pre-emption rights

That in accordance with section 570 of the Act, the sole director be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 2, as if section 561(1) of the Act did not apply to any such allotment provided that this power shall be limited in accordance with resolution 2.

Agreement

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

The undersigned, being the sole person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.


Paul Seligman

Signed by
Paul Oliver Seligman

Date 13 September 2022
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NOTES

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version to the Company using one of the following methods:
 - **By Hand:**
Delivering the signed copy to Sian Daly at Field Seymour Parkes LLP, 1 London Street, Reading, Berkshire, RG1 4PN.
 - **Post:**
Returning the signed copy by post to Sian Daly at Field Seymour Parkes LLP, 1 London Street, Reading, Berkshire, RG1 4PN.
 - **Email:**
By attaching a scanned copy of the signed document to an email and sending it to sian.daly@fsp-law.com. Please enter "Written resolution" in the email subject box.
 - **Electronic signature:**
By clicking through the link in the e-mail sent to you and following the instructions to complete the signing process within the e-signature platform.

You may not return the Resolutions to the Company by any other method. By returning the document as set out above you irrevocably confirm that any director of the Company is authorised at his sole discretion to deliver the document to the Company on your behalf and shall (until the date of delivery of such document to the Company) continue to hold the document as your agent and not as agent for the Company.
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, by the end of the period of 28 days beginning with the Circulation Date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before the end of this period.
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 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.