

**Company number 03380233**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**of**

**FILMASTER EVENTS LIMITED (Company)**

Circulation Date: 27/07/2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**CA 2006**), the sole director of the Company proposes that the resolutions numbered 1 and 2 below are passed as ordinary resolutions, and that the resolution numbered 3 below is passed as a special resolution (**Resolutions**).

**SPECIAL RESOLUTION**

**1. ARTICLES OF ASSOCIATION**

THAT, the articles of association attached to these Written Resolutions be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

**ORDINARY RESOLUTIONS**

**2. RE-DESIGNATION OF SHARES**

THAT, 10,000 Ordinary shares of £1.00 each in the capital of the Company be re-designated into 10,000 A Ordinary shares of £1.00 each in the capital of the Company, having the rights and being subject to the restrictions set out in the Company's articles of association adopted pursuant to resolution 3.

**3. ALLOTMENT OF SHARES**

THAT, in accordance with section 551 of the CA 2006, the sole director be unconditionally authorised- upon the payment by SIMEST Spa of the total subscription price of £ 431.00/share (including a share premium of £ 430.00/share)- to allot to SIMEST Spa 3,100 B ordinary shares having each a nominal value of £1.00 in the capital of the Company, up to an aggregate nominal amount of £3,100, having the respective rights and subject to the respective restrictions set out in the Company's

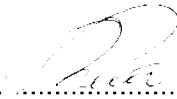
articles of association adopted pursuant to resolution 3 below. Unless renewed, varied or revoked by the Company, this authority shall expire on the date falling one year from the date that this resolution is passed, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

## **AGREEMENT**

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

The undersigned, being the sole eligible member of the Company entitled to vote on the above Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions.

Signed by **\_Giuseppe Checco**, for and  
on behalf of **FILMASTER**  
**PARTECIPAZIONI SRL**



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Date:

27/07/2021

## NOTES

1. If you agree to 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:-

By Hand: delivering the signed copy to the directors at the Company's registered office address.

By Post: returning the signed copy by post to the directors at the Company's registered office address.

By Email: returning the signed copy by email to [lauren.romo@crippspg.co.uk](mailto:lauren.romo@crippspg.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, by the date falling 28 days after 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.