

AUTHORITY- PURCHASE SHARES OTHER THAN FROM CAPITAL

Special Resolutions

of

Audio Network Limited ("The Company")

Passed on 15th February 2016

At an EXTRAORDINARY GENERAL MEETING of the Company held at 54 St John's Square, London, EC1V 4JL on **Monday 15th of February 2016** at 10 00am the following special resolutions were duly passed by the Company as special resolutions waiving the pre-emption rights of shareholders set out in the Company Articles of Association

SPECIAL RESOLUTIONS

1. To authorise the directors of the Company to enter into a contract on behalf of the Company for the purchase by the Company of 19,391 Ordinary Shares of £0 01 each in the capital of the Company at a price of £4 00 per Ordinary Share from GH Nominees Limited
2. To authorise the directors of the Company to enter into a contract on behalf of the Company for the purchase by the Company of 10,000 Ordinary Shares of £0 01 each in the capital of the Company at a price of £4 00 per Ordinary Share from John Switzer
3. To authorise the directors of the Company to enter into a contract on behalf of the Company for the purchase by the Company of 2,163 Ordinary Shares of £0 01 each in the capital of the Company at a price of £4 00 per Ordinary Share from Mike Stobbie
6. To authorise the directors of the Company to enter into a contract on behalf of the Company for the purchase by the Company of 400 Ordinary Shares of £0 01 each in the capital of the Company at a price of £4.00 per Ordinary Share from Harvey Dominic Dixon

Dated 15th February 2016

BY THE ORDER OF THE BOARD



Kim Clarke
Company Secretary

