

COMPANIES ACT 2006

SPECIAL RESOLUTION ON CREATION OF NEW CLASSES OF SHARES

Company number: 4364134

Company name: **ARIA FILMS LIMITED**
(the "Company")



At a general meeting of the members of the Company duly convened and held at the company's offices at 6 Goldhurst Terrace, London NW6 3HU, on Tuesday 20 August 2013, it was resolved that:

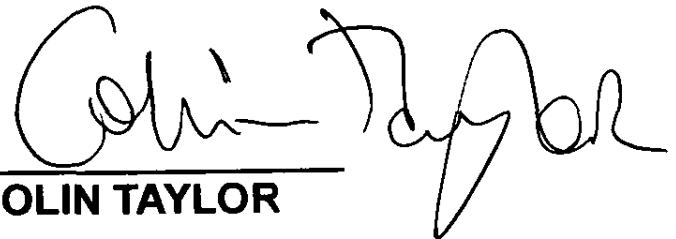
1. a class "A" and a class "B" of shares in the Company be created with immediate effect;
2. the class B shares shall have a right to a preferential dividend in priority to the class A shares, which may be declared by the Company's directors' at any time hereafter;
3. the class A shares and the Class B shares shall otherwise enjoy all of the same rights to vote, to a dividend, and to participate in the liquidation of the Company's assets on a dissolution;
4. the 75 ordinary shares currently held by Carlo Dusi be re-classified as A shares with immediate effect;
5. the 25 ordinary shares currently held by Claudio

Mascolo be re-classified as B shares; and

6. the Company's officer be instructed to file a copy of this Special Resolution, the Special Resolution approving the amendment of the Company's Articles, and the required Form SH08 with Companies House as soon as possible after the date hereof.

Signed by each director on behalf of the Company


CLAUDIO MASCOLO


COLIN TAYLOR