

Company number 06035472

**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**of**  
**Dolby Europe Limited (the "Company")**

**Circulated on July 9, 2014**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolutions are passed as ordinary resolutions (the "Resolutions").

**ORDINARY RESOLUTIONS**

1. To ratify the appointment of KPMG LLP as the Company's auditors in respect of each of the financial years ended 30 September 2009, 30 September 2010, 30 September 2011, 30 September 2012 and 30 September 2013
- 2 To ratify any breaches of duty committed by any director of the Company due
  - a to the failure of the directors to circulate to the Company's sole shareholder a resolution in respect of the appointment of an auditor in each of the financial years set out above, and
  - b to the subsequent failure by the Company to notify the Secretary of State that the Company had not passed an ordinary resolution appointing an auditor in respect of the financial years set out above

**AGREEMENT**

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

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The undersigned, being the sole member of the Company entitled to vote on the Resolutions on July 9, 2014 (the "**Circulation Date**") hereby irrevocably agrees to the Resolutions:

Signed by Eric Cohen, a director  
For and on behalf of **Dolby Laboratories**  
**International Services, Inc.**

  
.....  
Director

Date

July 10, 2014.

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**NOTES**

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by post to 4-6 Soho Square, London, W1D 3PZ or by email to [jody.meckulch@dolby.com](mailto:jody.meckulch@dolby.com) before 5pm on July 23, 2014 (the "**Lapse Date**").  
  
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
- 2 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement
3. If the Resolution is not passed by the Lapse Date it will lapse. If the Company receives your signed document after the Lapse Date your agreement to the Resolutions will be ineffective
- 4 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