

Company Number 6343600

Written Resolution

of

SOUNDCLOUD LIMITED (the "Company")

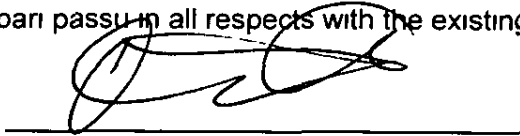
We the undersigned, being together the holders of all the ordinary shares in the Company entitled to attend and vote at any meeting of the holders of the ordinary shares, agree pursuant to section 9 (resolutions) of the Company's articles of association to pass the following resolution as written resolution


Resolution

In respect to the Capital Increase referred to in § 1 of the Share Subscription Agreement signed on November 29, 2007

IT WAS RESOLVED as follows

THAT, the authorized share capital of the Company be increased from GBP 10,000 00 to GBP 12,500 00 by the creation of a further 2,500 Ordinary Shares at par value of GBP 1 00 each ranking pari passu in all respects with the existing Ordinary Shares

Signed  November 30, 2007
ERIC WAHLFORSS, director and holder of 4 680 ordinary shares

Signed  November 30, 2007
ALEXANDER LJUNG, director and holder of 4 320 ordinary shares

