Company Number: 08758857

# PRIVATE COMPANY LIMITED BY SHARES WRITTEN RESOLUTIONS of SANNPA LIMITED (the "Company")

CIRCULATION DATE: 28th September 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company (the "Directors") propose that the following resolutions be passed as special and ordinary resolutions as designated below (the "Resolutions").

#### **ORDINARY RESOLUTION**

1. THAT, conditional upon and simultaneously with the passing of Resolution 3, in accordance with section 551 of the Act, the directors be generally and unconditionally authorised for the purposes of section 551 of the Act to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal value of £57.97, provided that the authority granted under this resolution shall, unless renewed, varied or revoked by the Company, expire five years after the passing of this resolution save that the Company may, before such expiry, variation or revocation make an offer or agreement which would or might require shares to be allotted, and the directors may allot such shares in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired or been varied or revoked. This authority is in addition to all subsisting authorities to the extent unused.

#### **SPECIAL RESOLUTIONS**

- 2. **THAT**, conditional upon and simultaneously with the passing of Resolutions 1 and 3, in accordance with section 570 of the Act, the directors be generally empowered to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company referred to in, and pursuant to the authority conferred in, Resolution 1 above without having regard to any rights of pre-emption in favour of shareholders under section 561 of the Act, the Company's existing articles of association, the New Articles (as defined below) or otherwise and any pre-emption rights however arising be waived in connection with the issue and allotment of the shares in the Company or rights to subscribe for or convert any security into shares in the company, up to a maximum aggregate nominal value of £57.97.
- 3. **THAT,** the articles of association, substantially in the form circulated on Friday 22 September, subject only to such final amends as may be approved by any one director, (the "**New Articles**") be and are hereby adopted as the articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association of the Company.

#### **AGREEMENT**

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

For and on behalf of <b>BP eSports Investments Limited</b>
Docusigned by:  Gabi Shall  A1D310CAB9CD473
Gabi Shalel
Levin Dicterich  704E2131C3DD4DG  For and on behalf of <b>RDW LLC</b>
For and on behalf of <b>Maple Beach Ventures LLC</b>
For and on behalf of <b>Neoteny 3, LP</b>
Erik Londre
David Ginsburg
David Ginsberg
Ear and on hohalf of <b>Pagague Crook Limited</b>
For and on behalf of <b>Pegasus Creek Limited</b>

DocuSigned by:
Mck Fry
5CG1571DED0C421
Nicholas Richard Fry
Thenorus Renard Try
For and on behalf of <b>Ardent Capital LLC</b>
- Communication Company = - Communication
Marcy Simon
DocuSigned by:
Royalor Zeb
C9A5F861445B48A
For and on behalf of <b>FUYOMO GmbH</b>
Jean Bonnavion
DocuSigned by:
FE7D1E13ED254D2
For and on behalf of <b>212 Esports Ventures LLC</b>
DocuSigned by:
Johnathan Pfitzner
C32E111BC9C44CF
Johnathan Pfitzner
Johnathan Phtzhei
DocuSigned by:
Hooman Radfar
168FED14B7B5460
For and on behalf of <b>Triforce Fund, LLC</b>
DocuSigned by:
79C8C607E4E0454
Grant Gittlin
DocuSigned by:
Melissa Kogue
C38C8A2E81A84BF

For and on behalf of GC&H Investments, LLC

**Glen Calvert** 

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

The undersigned persons entitled to vote on the Resolutions on the Circulation Date hereby irrevocably agree to the Resolutions:

Wouter Sleijffers
DocuSigned by: 3797E45381F1430
Andrew Cooke
Benoit Pagotto
— DocuSigned by:
Milena Kmus 715A3ADZF18648D
For and on behalf of <b>Dani Esports D.O.O.</b>
For and on behalf of <b>RBG Consulting Limited</b>
Chloe Marinier
DocuSigned by:
Mcholas Fry
For and on behalf of <b>Stonehaven Partners Limited</b>
Oskar Sisi
Clen Calvert

Arvid Palsson
Occusigned by: Clinistian Edler F82CB28A6434431
Christian Edler
DocuSigned by:  Dag Moswold  BBB03ADFB556428
For and on behalf of <b>Tonga Invest AS</b>
For and on behalf of <b>Sports Entertainment Creative Consulting &amp; Capital SA</b>
Simon Brown
DocuSigned by:  Clad Jung  EF8233B188CB4FF
Chul Jung
Michael Isteed 26F7906F3EF041B
Michael Isteed
Gary Kennedy
For and on behalf of <b>Ever Able Investments Limited</b>
Nejc Skoberne

Joshua Cowan
Emerson Joy Inc
— Docusigned by: Brutt Holges
Brett Hodges
DocuSigned by:
DC21814973894DE
Alexander Lin
Pascal Kummert
Pascai Ruillillert
For and on behalf of <b>Succession Capital Limited</b>
— DocuSigned by:
Milailo Milailovic
D98231E92D74415
Mihailo Mihailovic
Heru Prasetvo

DocuSigned by:

Vikram Dungra

9EC50F682364407...

Name: Vikram Dhingra

For and on behalf of **Unbound Partners Limited Partnership** 

Docusigned by:

Anne Mathews

CC5BAFB5334347D...

**Anne Mathews** 

Patrik Bo Sattermon 43D2BE901F0B40B...

Patrik Sättermon

Signed by:		
	For and on behalf of NTC WORLD LTD	
Signed by:	<u></u>	
	For and on behalf of GG SPORTS LIMITED	
Sianed by:	Niccolo Colussi	DocuSigned by:  Mccolo Colussi  A934FF52D44A471
Signed by.	For and on behalf of BRAHMA AG	
Signed by:		
	For and on behalf of TAMAR CAPITAL LIMITED INC.	
Signed by:	Yoshiyuki Nakagawa	Yoshiyuki Nakagawa
	For and on behalf of MC MEDIA MARKETING CORPORAT	TION
Signed by:	BRIAN KERR	Brian tem  OFE3D0E9A0A64DF

DocuSigned by:

DD36A002970645C.

**LEV LEVIEV** 

Director

1A087812CF74447...

**SAMUEL MATHEWS** 

Director

Earen McCormick

KAREN MCCORMICK

Director

Docusigned by:
Clin's Pallotta
914DF2272FCD4A4...

**CHRIS PALLOTTA** 

Director

— Docusigned by: Hannes Wallin —887304DA45BD498...

**HANNES WALLIN** 

Director

#### **NOTES**

- 1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of them. If you agree with 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 email: to Lucy Ashenhurst at lucy.ashenhurst@fnatic.com;
  - **By hand**: delivering the signed copy to Lucy Ashenhurst at 1 Kingsland Passage, London, United Kingdom, E8 2BB;
  - **By post**: returning the signed copy by post to Lucy Ashenhurst at 1 Kingsland Passage, London, United Kingdom, E8 2BB; or
  - **by DocuSign** or other electronic signing platform: by following the instructions of such electronic signing platform, to the extent applicable.
- 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 which is 28 days from the Circulation Date, 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 during this date.
- 5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which names of the joint holders appear in the register of members.
- 6. 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.

### **APPENDIX**

## **NEW ARTICLES OF ASSOCIATION**