

Company number 09804949

**PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION**

of

FIX RADIO LIMITED ("Company")

13 June 2022 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("**CA 2006**"), the directors of the Company ("**Directors**") propose that the following resolutions are passed as ordinary and special resolutions as specified ("**Resolution**").

SPECIAL RESOLUTION

1. Adoption of Articles of Association

That the Company adopt new articles of association as are attached to this resolution ("**New Articles**") and which are by this resolution adopted as the new articles of association in substitution for and to the complete exclusion of the existing articles of association of the Company.

ORDINARY RESOLUTIONS

2. Authority to Allot

That, in accordance with section 551 of the CA 2006, the Directors be generally and unconditionally authorised to allot Ordinary Shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £223.58 provided that this authority shall, unless renewed, varied or revoked by the Company, expire 12 months after the date of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This resolution shall become effective on the receipt of the relevant subscription monies and should any of the investors fail to advance their subscription monies, the relevant shares shall not be allotted to that investor and the number of shares allotted shall be adjusted down accordingly or reallocated to an alternative investor on the same terms as that of the original. This authority revokes and replaces all unexercised authorities previously granted to the Directors.

3. Subdivision

That the Ordinary Shares of £0.01 the issued share capital of the Company be subdivided into Ordinary Shares of £0.001 each in the capital of the Company, with the rights and restrictions set out in the New Articles.

SPECIAL RESOLUTION

4. Disapplication of Pre-Emption Rights

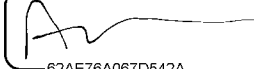
That, subject to section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 2, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall be limited to the nominal amount and time period specified in resolution 2 (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

AGREEMENT

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

The undersigned, being persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

Signed by
 Andrew Prosser
Print Name

DocuSigned by:

62AE76A067D542A.....
Signature

Date: 13 June 2022

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods:

By hand/Post: delivering the signed copy to Adeel Hussain at the Company's registered office.

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to adeel@fixradio.co.uk

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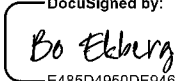
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The undersigned, being persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

Signed by Bo Ekberg
.....
Print Name

DocuSigned by:

.....
Signature

Date:

13 June 2022
.....

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The undersigned, being persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

Signed by
Bradley Jones
Print Name

DocuSigned by:

.....
Signature

Date: 22 June 2022
.....

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The undersigned, being persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

Brightstar Investments Ltd.

Signed by Alexander B. Jeeves as Director of Corporate Council Ltd.

Print Name

Signature

Date:

14.06.2022

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Company number: **09804949**

VAT Reg. No. **248740093**

Reg. Address: **Fix Radio Limited, Unit N201C, Vox Studios, 1-45 Durham Street, Vauxhall, London, SE11 5JH**

SPECIAL RESOLUTION

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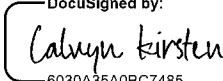
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The undersigned, being persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

Signed by
 Calvyn Kirsten
 Print Name

DocuSigned by:

6030A35A0BC7485.....
 Signature

Date: 13 June 2022

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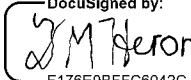
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The undersigned, being persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

Signed by
 Dan Heron
Print Name
 Dan Heron on behalf of David
 Heron by Power of Attorney.

Date:

DocuSigned by:


Signature
 13 June 2022

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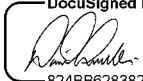
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Signed by
 Daniel Smaller
Print Name

DocuSigned by:

824BB62838244D4.....
Signature

Date: 13 June 2022

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