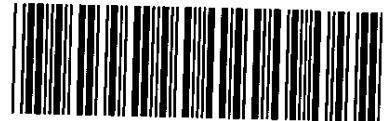


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COMPANIES HOUSE

Company Number: 01182469

BARDELL SMITH PUBLISHING LIMITED

(the "Company")

SOLE MEMBER'S WRITTEN RESOLUTION

21 February 2020 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "**Resolution**"):


SPECIAL RESOLUTION

THAT the share capital of the Company be reduced by GBP 10,099 by cancelling and repaying paid up capital to the extent of GBP 0.99990099009901 on each issued ordinary share of GBP 1 and by reducing the nominal value of each ordinary share from GBP 1 to GBP 0.000099009900990099.

AND THAT the amount by which the share capital is reduced shall be credited to a distributable reserve of the Company.

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

BY ORDER OF THE BOARD


.....
Director

AGREEMENT

WE THE UNDERSIGNED, being the sole member of the Company on the Circulation Date,
HEREBY IRREVOCABLY AGREE to the Resolution.



Name:
duly authorised signatory
for and on behalf of
EMI Music Publishing Tunes Limited

Dated 24 February 2020

NOTES

1. To signify your agreement to the Resolution you should sign and date this document where indicated above and return it to the Company.
2. Once you have signified your agreement to the Resolution, you may not revoke your agreement.
3. Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse.
4. A copy of the solvency statement made by the directors of the Company in accordance with section 643 Companies Act 2006 for the purposes of the reduction of share capital to be effected by the passing of the Resolution is being sent or submitted to you at the same time as and together with this document.
5. A copy of this document was sent to the Company's auditors on the Circulation Date.