

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION of KISS FM RADIO LIMITED ('Company')

Company Number: 02378790

Circulation Date: 4th December 2018

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 ('Resolution').

SPECIAL RESOLUTION

Reduction of Capital

- (1) That the share premium account of the Company be cancelled and the amount of the share premium account so cancelled (£1,133,082.50) be credited to the Company's distributable reserves.

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolution on the circulation date, hereby irrevocably agrees to the Resolution:

SN

Signed for and on behalf of
Bauer Radio Limited

04/12/18
Date of signature

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version by using one of the following delivery methods:
 - a. **By hand or by post:** delivering the signed copy to FAO Trudy Heasman, Bauer Corporate Services, Media House, Peterborough Business Park, Lynch Wood, Peterborough, PE2 6EA.
 - b. **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending to trudy.heasman@bauerservices.co.uk.
2. If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement.
4. Unless, by a date that is 28 days after the circulation date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.

Step 5.2

MONDAY



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COMPANIES HOUSE