

4FX DESIGN & MULITIMEDIA LIMITED
(the "Company")

Company No:
03940513

The Companies Act 2006

On the ~~20th~~ December 2017 the following written resolutions (such resolutions being passed as an ordinary resolution (in the case of the first resolution) and as special resolutions (in the case of the second and third resolutions) were approved by the eligible members pursuant to sections 288 to 300 of the Companies Act 2006:

Resolutions

1. *"That the directors be and they are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount of £500. Provided that the authority hereby given shall expire 5 years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the company before the expiry of this authority."*
2. *"That pursuant to Section 571 of the Companies Act 2006 the provisions of Section 561 of the said Act shall not apply to any allotment of equity securities made pursuant to the authorisation given to directors under section 551 of the Companies Act."*
3. *"That the regulations contained in the attached draft Articles of Association be approved and adopted as the Company's Articles of Association, in substitution for, and to the exclusion of all existing Articles of Association."*

.....*A. F. King*.....
Chairman



The Companies Act 2006

PRIVATE COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION OF

4FX DESIGN & MULTIMEDIA LIMITED

The Model Articles for private companies limited by shares contained in Schedule 1 of the Companies (Model Articles) Regulations 2008 (SI 2009/3229) as amended prior to the date of adoption of these Articles shall apply to the Company save in so far as they are excluded or varied below.

**PART 3
SHARES AND DISTRIBUTIONS
SHARES**

1. a) The share capital of the company consists of Ordinary shares of £1.00 each and Ordinary-A shares of £1.00 each. The rights and privileges attaching to the respective classes of share shall be as follows:-

As Regards Voting:

The holders of the Ordinary shares have full voting rights. The Ordinary-A shares are non-voting.

As Regards Income:

Each class of share shall rank *pari passu* with the other classes with regard to dividend except that the directors may at any time resolve to declare a dividend to one or more classes of share to the exclusion of all or any of the other classes.

As Regards Capital:

On a return of assets on liquidation, reduction of capital, sale or otherwise, the surplus assets of the Company remaining after payment of its liabilities shall belong to and be returned to the holders of the Ordinary shares and the Ordinary-A shares in proportion to their holdings.

The rights of the Ordinary shares and the Ordinary-A shares shall be equal.

The Shares shall rank *pari passu* with each other in all other respects.