

Company Number: 04399568

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF

ACAMAR FILMS LIMITED
(the Company)

DATE OF CIRCULATION: 3RD OCTOBER 2017

WRITTEN RESOLUTION

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the **Act**), the directors of the Company propose that the following resolution be passed as an ordinary resolution (the **Resolution**).

We, the undersigned, being the holders of a majority of the voting rights of the Company who, at the date of this Resolution, are entitled to attend and vote at general meetings of the Company **HEREBY PASS** the resolution as an ordinary resolution and agree that such Resolution shall, for all purposes, be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

ORDINARY RESOLUTION

Authority to Allot

THAT, in accordance with section 551 of the Act, the directors of the Company be and are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot, grant options over, offer or otherwise deal or dispose of B Ordinary Shares in the Company up to an aggregate maximum nominal value of £12,000,000 (being 12,000,000 B Ordinary Shares) provided that this authority shall, unless previously revoked or varied by the Company by ordinary resolution, expire 5 years from the date of this resolution. The directors of the Company may issue any such shares in pursuance of any offer or agreement entered into by the Company before the authority granted by this resolution has expired which would or might require the shares to be allotted after it has expired and may allot the shares under such offer or agreement notwithstanding that this authority has expired. For the avoidance of doubt, this Resolution shall be in addition to, and shall not amend, revoke or vary, any prior resolutions passed by the Company granting the directors of the Company authority to allot or grant options over shares.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the above resolutions by signing and dating this document below.

11051199-1

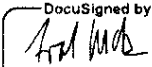


Individual Shareholder

Name

Frank William McKirgan

Signature

DocuSigned by:

.....3D77BC9D9E0E4BF.....

Date

03 October 2017 | 13:32 BST

Individual Shareholder

Name

Mishari Al-Bader

Signature

DocuSigned by:

5EF488EAFDEA4BE

Date

03 October 2017 | 13:21 BST


Individual Shareholder

Name

Robert Serafin

.....

Signature

DocuSigned by:


.....EAF2F8C6E45B4AA.....

Date

03 October 2017 | 13:21 BST

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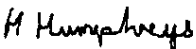

Individual Shareholder

Name

Hugh Humphreys

.....

Signature

DocuSigned by:
 
.....398E793B285B47F.....

Date

03 October 2017 | 16:33 BST

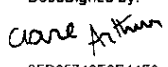
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Individual Shareholder

Name

Clare Arthur

Signature

DocuSigned by:

2FD857A0E6E44F0

Date

03 October 2017 | 16:32 BST

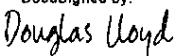
Individual Shareholder

Name

Douglas Lloyd

.....

Signature

DocuSigned by:

.....JF195C3D58F8A07.....

Date

03 October 2017 | 13:23 BST

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Individual Shareholder

Name

Ian williamson

Signature

DocuSigned by:
Ian Williamson
.....5D73D3A866B7A18.....

Date

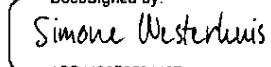
04 October 2017 | 09:02 BST

Individual Shareholder

Name

Simone westerhuis

Signature

DocuSigned by:

.....ABD4A98E058442F.....

Date

03 October 2017 | 05:50 PDT

Individual Shareholder

Name

Ernest Kochmann

.....

Signature

DocuSigned by:
Ernest Kochmann
.....C3E5874AA1AA165.....

Date

03 October 2017 | 14:58 BST

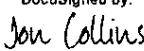
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Individual Shareholder

Name

Jon Collins

Signature

DocuSigned by:

B0E96F61D39C400

Date

03 October 2017 | 15:34 BST

Individual Shareholder

Name

MIKHAEL SHIELDS

Company, Trust, Other Type of Shareholder

Name of Investor

M. Shields

Signature

Name of Signatory

Date

3/10/17

Capacity of Signatory

Signature

Date

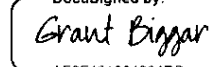
Individual Shareholder

Name

Grant Biggar

.....

Signature

DocuSigned by:

.....AF2F4E10B43B4DB.....

Date

03 October 2017 | 21:45 BST

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Individual Shareholder

Name

Cedric Parent

.....

Signature

DocuSigned by:

Cedric Parent

.....F27252359070ADB.....

Date

03 October 2017 | 15:57 PDT

.....

Company, Trust, Other Type of Shareholder

Name of Investor

Barnbeth Holdings Ltd


Name of Signatory

Robert Serafin

Capacity of Signatory

Director

Signature

DocuSigned by:

EAF2F6C8EA564AA

Date

04 October 2017 | 11:30 BST

Company, Trust, Other Type of Shareholder

Name of Investor

Lesmoir-Gordon, Boyle & Co. Limited

Name of Signatory

Andrew Boyle

Capacity of Signatory

Director

Signature

DocuSigned by:
Andrew Boyle
.....414798ADF70E47E.....

Date

04 October 2017 | 11:33 BST

Individual Shareholder

Name

Mark Burton

Signature

DocuSigned by:
Mark Burton
B857B91F0D6C4A6

Date

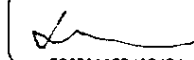
04 October 2017 | 12:33 BST

Individual Shareholder

Name

Jane Merrick

Signature

DocuSigned by:

.....F8372A6FB400ABA.....

Date

04 October 2017 | 11:33 BST

Individual Shareholder

Name

Michael Johnson
.....

Signature

DocuSigned by:
Michael Johnson
.....DCE5367F8B14A7D.....

Date

04 October 2017 | 09:58 BST
.....

NOTES

1. If you agree to 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 methods:
 - 1.1 By Hand: delivering the signed copy to the Company at its Registered Office.
 - 1.2 Post: returning the signed copy by post to the Company at its Registered Office.
 - 1.3 E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to either of julie@acamarfilms.com or mikael@acamarfilms.com.
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 and returned them to us, you may not revoke your agreement.
4. Unless, by 28 days from the circulation date stated on page 1, 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 close of business on 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 the 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.

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 - 1.3 E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to either of julie@acamarfilms.com or mikael@acamarfilms.com.
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