

Private Company Limited by Shares

Written Resolution

of

ANGELIC PRODUCTIONS LIMITED (the Company)

Circulation Date: 30 August 2012

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole director of the Company proposes that the resolutions below are passed as ordinary and special resolutions (the Resolutions)

Ordinary Resolutions

That the Company enter into:

- 1 a corporate cross guarantee in favour of Investec Bank PLC (the "Bank"), pursuant to which the Company shall guarantee in favour of the Bank the performance by Lemar Obika (the "Borrower") of all obligations of the Borrower to the Bank; and
- 2 a first ranking and only debenture in favour of the Bank incorporating fixed and floating charges over all of the assets and undertaking of the Company as security for the payment by the Company of all monies which shall from time to time be due, owing or incurred to the Bank.

Special Resolutions

1. That the Memorandum & Articles of Association of the Company be altered by, the addition of the following new paragraph (after 3(z)) in the Memorandum of Association:

"3(aa) To secure or guarantee payment of any sums of money or the performance of any obligation by any company, firm or person, including any subsidiary, holding company or subsidiary of any such holding company in any manner whatsoever."

2. That the articles of association of the Company be altered by, the addition of the following new articles:

"6(j) Notwithstanding anything contained in the Articles, the Directors shall not decline to register any transfer of shares, nor may they suspend registration of it where the transfer

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- (i) is to any bank or institution to which such shares have been charged by way of security, or to any nominee of such a bank or institution ("a Secured Institution"); or
- (ii) is delivered to the Company for registration by a Secured Institution or its nominee in order to perfect its security over the shares; or
- (iii) is executed by a Secured Institution or its nominee pursuant to the power of sale or other power under such security,

and furthermore notwithstanding anything to the contrary contained in these Articles no transferor of any shares in the Company or proposed transferor of such shares to a Secured Institution or its nominee and no Secured Institution or its nominee shall be required to offer the shares which are or are to be the subject of any transfer aforesaid to the shareholders for the time being of the Company or any of them, and no such shareholder shall have any right under the articles or otherwise howsoever to require such shares to be transferred to them whether for consideration or not.

- 6(k) Notwithstanding anything contained in these Articles or otherwise, any lien on shares which the Company has shall not apply in respect of any shares which are the subject of any security in favour of a Secured Institution "

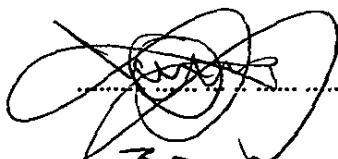
Agreement

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

The undersigned, a person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions:

Signed by ANGELIC MEDIA LIMITED

Date


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30 AUGUST 2012
.....

COMPANY NUMBER: 04780846

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 to the Company.

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.

- 2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

Unless, by the date falling 28 days from the circulation date appearing above 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.