

THE COMPANIES ACT 2006

Company No **05269423**

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF
Red Advertising Limited
("the Company")

Dated this 4th day of September 2012

We, being the shareholders of the Company entitled to attend and vote at general meetings of the Company hereby pass the following written resolutions of the Company pursuant to s288 of the Companies Act 2006 and hereby agree that the said resolutions shall for all purposes be as valid and effective as if passed at a duly convened meeting of the Company

1. That, in accordance with section 551 of the Companies Act 2006, the Directors be generally and unconditionally authorised to allot the shares in the Company as detailed in the Schedule to this written resolution provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date which is five years from the date of this Written Resolution unless renewed varied or revoked by the Company in a general meeting save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006 but is in addition to that confirmed by Article 5 of the Articles of Association

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to any of the resolutions

The undersigned, as persons entitled to vote on the above resolutions hereby irrevocably agrees to those resolutions as indicated above

ATTACHED: SCHEDULE OF INVESTMENT

Signed by

Date 4th September 2012

WEDNESDAY



A06 19/09/2012 #125
COMPANIES HOUSE

NOTES

- 1 Once you have indicated your voting intentions please sign and date this document and return it to the Company by attaching a scanned copy of the signed document to an e-mail to richc@redadvertising.co.uk OR Posting the form back to Red Advertising Ltd, Unit 15, Morston Court, Kingswood Lakeside, Cannock, Staffordshire, WS11 8JB Please enter "Written resolutions dated September 2012" in the e-mail subject box
- 2 Once you have indicated your agreement to a resolution, you may not revoke your agreement
- 3 The Schedule of investment relates to the current new issue of 25,000 Ordinary Shares and 100,000 preference shares

Written Resolution

This Resolution was signed and agreed by shareholders that represent over 75% of the Ordinary Shares in issue

225,000 Ordinary Shares were in issue Agreement from shareholders representing over 168,750 Shares (75%) was required

Signed resolution documents enclosed as follows from those shareholders in agreement -

Signed Forms Returned by:-

| | | |
|-----------------------|---------|----------|
| Allan Clarke | 20,150 | 8.955 % |
| Kathleen E Clarke | 20,150 | 8.955 % |
| Tina Louise Clarke | 50,000 | 22.222 % |
| Richard Philip Clarke | 70,500 | 31.333 % |
| Carla Lesley Fern | 5,500 | 2.444 % |
| Neil Stuart | 200 | 0.088 % |
| Anthony Fisher | 400 | 0.177 % |
| Maureen Doherty | 10 | 0.004 % |
| James Goad | 100 | 0.044 % |
| Kane Powley | 100 | 0.044 % |
| Jahor Gupta | 4,000 | 1.777 % |
| JJ Bahk | 600 | 0.266 % |
| Richard Hill | 100 | 0.044 % |
| Christopher Abel | 100 | 0.044 % |
| Total | 171,910 | 76.404 % |

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Signed by  . . . Allan Clarke

Date: 4th September 2012

WEDNESDAY



A06 *A1HRX0VF* 19/09/2012 #126
COMPANIES HOUSE