

Company number: 05381786

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

ACENDEN LIMITED

(the "Company")

Circulated on 12 March 2021 (the "**Circulation Date**")

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

ORDINARY RESOLUTION


"THAT, the directors of the Company, notwithstanding any actual or potential conflicts of interest (including any conflicts of duty under section 175 of the Act) (the "**Conflicts**") which may arise in relation to the business to be entered into by the Company in connection with the Company undertaking a reduction of capital and undertaking distributions (the "**Project**") in favour of the Company's sole shareholder, Elevate Bideo Limited (the "**Shareholder**") by virtue of them also being directors of the Shareholder, be and hereby are authorised to approve, execute, sign, deliver and perform, and to procure to be executed, delivered, signed and performed on behalf of the Company, all such agreements, deeds, certificates, instruments or other documents and to take all such other and further actions as it may be necessary (if any) to have approved, executed, signed, delivered, performed and taken on behalf of the Company directly or indirectly in connection with the Project.

Having received disclosures from the directors, the Shareholder authorises the Conflicts."

AGREEMENT

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

We, the undersigned, being the sole shareholder of the Company, hereby confirm that we have received a copy of the Resolution in accordance with section 291 of the Act and hereby irrevocably agree that the Resolution be passed as a written resolution pursuant to section 288 of the Act and shall take effect as an ordinary resolution.


For and on behalf of
Elevate Bideo Limited
Dated: 12 March 2021

