

Company Number: 8168198

**Stamplay Limited**  
(the "Company")  
**SHAREHOLDER'S WRITTEN RESOLUTION**

6 December 2019 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 below is passed as a special resolution and that resolution 2 below is passed as an ordinary resolution (the "Resolutions"):

**SPECIAL RESOLUTION**

1. THAT, in accordance with Regulation 10.2 of the Articles of Association of the Company, it is agreed that the proposed allotment of 27,838 Ordinary Shares of £0.01 each be approved as though Regulations 10.2 - 10.4 of the Articles of Association do not thereto apply.

**ORDINARY RESOLUTION**

2. THAT, in substitution for all existing authorities, the directors be and are generally and unconditionally authorised for the purpose of section 551 Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company up to an aggregate nominal amount of £50,000 for a period expiring 5 years from the date of this resolution save that the Company may before the expiry of this authority make an offer or agreement that would or might require shares to be allotted after that expiry and the directors may allot shares in pursuance of that offer or agreement as if the authority conferred by this resolution had not expired.

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

**BY ORDER OF THE BOARD**

  
.....  
Peter Denwood  
Director



**AGREEMENT**

WE, THE UNDERSIGNED, being all of the members of the Company entitled to vote on the Resolutions on the Circulation Date, HEREBY IRREVOCABLY AGREE to the Resolutions.

  
Cathy Kearney  
duly authorised signatory  
for and on behalf of  
**Apple Operations Europe**

Dated: 6 December 2019

#### NOTES

1. To signify your agreement to the Resolutions you should sign and date this document where indicated above and return the signed copy by post to the company secretary at the Company's registered office address.
2. Once you have signified your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, by 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse.
4. A copy of this document was sent to the Company's auditors on the Circulation Date.