

THE COMPANIES ACT 2006

Company No **08844173**

A PRIVATE COMPANY LIMITED BY SHARES

SPECIAL WRITTEN RESOLUTION OF
COMPLEO SPORT LTD
("the Company")

Dated this **10** day of **MAY** 2016

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, subject to the receipt of subscription monies from Creative England Limited and other nominated investors, and in accordance with section 551 of the Companies Act 2006, the Directors be generally and unconditionally authorised to allot A Ordinary Shares in the Company up to a maximum nominal amount of £20, provided that this authority shall, unless renewed, varied or revoked by the Company, expire 3 months from the date of this resolution. 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 4.3 of the Articles of Association of the Company. This resolution shall become effective on the receipt of the relevant subscription monies and should any of the investors fail to advance their subscription monies, the relevant shares shall not be allotted to that investor and the number of shares allotted shall be adjusted down accordingly.
- 2 That, we acknowledge as shareholders of the Company that we were entitled to participate in the share allotment in resolution 1 and subject to passing the same resolution 1, and in accordance with section 570 of the Companies Act 2006 and article 4.5 of the Articles of Association, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, as if section 561(1) of the Companies Act 2006 and article 4.5 did not apply to any such allotment.

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



Signed by **SHAUN LANCASTER**

Date

S.L.
09/05/16

Signed by
for and on behalf of
TT NOMINEES LIMITED

Date

Signed by
for and on behalf of
SEEDRS LIMITED

Date

Signed by **ROBERT CLARKE**

Date

Signed by **CLINTON EDWIN
EVERARD**

Date

Signed by
for and on behalf of
COMPUTERMINDS LIMITED

Date

Signed by **MICHAEL DAVID
JACKSON**

Date

Signed by **AMY COPPOCK**

Date

Signed by **CRAIG DUNLOP**

Date

Signed by **SHAUN LANCASTER**

Date

Signed by Amir Zaidi
for and on behalf of
TT NOMINEES LIMITED



Date

10 May 2016

Signed by
for and on behalf of
SEEDRS LIMITED

Date

Signed by **ROBERT CLARKE**

Date

Signed by **CLINTON EDWIN
EVERARD**

Date

Signed by
for and on behalf of
COMPUTERMINDS LIMITED

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Signed by **MICHAEL DAVID
JACKSON**

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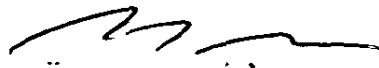
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SEEDRS LIMITED

Date

9 May 2016



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