

THE COMPANIES ACT 2006
PRIVATE COMPANY BY LIMITED SHARES
WRITTEN RESOLUTIONS
OF
ROSEMARY WATER LIMITED (the "Company")

Circulation Date: 19 February 2021

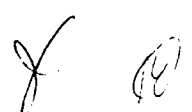
Pursuant to chapter 2 of part 13 of the Companies Act 2006 (the "**Act**"), the board of directors of the Company proposes that the following resolutions 1 and 2 are passed as ordinary resolutions and resolution 3 as a special resolution (each a "**Resolution**" and together the "**Resolutions**").

ORDINARY RESOLUTION

1. That, subject to receiving Investor Consent for each allotment, the directors be generally and unconditionally authorised for the purposes of section 551 of the Act and the Company's articles of association ("**Articles**") to exercise all the powers of the Company to allot B Ordinary Shares (as defined in the Articles) up to an aggregate nominal amount of £71.98, provided that:
 - (a) the authority granted under this resolution shall expire six months after the passing of this resolution;
 - (b) the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired; and
 - (c) this authority is in addition to the unexercised authorities previously granted to the directors of the Company, and those set out in the Articles.
2. That, 8,212,592 A Ordinary Shares (as defined in the Articles) held by David Spencer-Percival be and are hereby re-designated as 8,212,592 B Ordinary Shares (as defined in the Articles), having the rights and being subject to the restrictions as set out in the Articles.

SPECIAL RESOLUTION

3. That, subject to the passing of resolution 1 above, in accordance with article 12.5 of the Articles and subject to receiving Investor Consent as defined therein, the pre-emption rights contained in Articles 12.5 to 12.10 of the Articles shall not apply to the allotment and issue of shares or the grant of rights to subscribe for or to convert any security into shares, made by the directors pursuant to the authority conferred upon them pursuant to resolution 1 above.

Two handwritten signatures in black ink, located at the bottom right of the page. The first signature is a stylized 'Y' shape, and the second is a more complex, cursive signature.

Company Number: 10479032

Please read the notes overleaf before signifying your agreements to the resolution.

We, the undersigned, being a member(s) of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed by

Name: Jane Epskamp, Duty Authorized Signatory,
for and on behalf of Krios Capital Lux - Compartment
Rosemary Water

Signature: [Signature] Flora Sanki

Date: 12/13/2021 12/13/2021

NOTES

- (a) You can choose to agree to all of the Resolutions or none of them.
- (b) If you agree to the Resolutions, please signify your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - i. by delivering the signed copy personally or sending it by post to David Spencer-Percival at Rosemary Water Limited, Ground Floor 6, Burnsall Street, London, SW3 3ST;
 - ii. by sending a scanned copy of the signed document by email to david@rosemarywater.com
- (c) The signed copy of this document should be returned using one of the above methods as soon as possible and, in any event, so as to be received by not later than 28 days following the Circulation Date.
- (d) If the Resolutions are not passed within 28 days of the Circulation Date, they will lapse.
- (e) Once you have signified your agreement to the Resolutions, you may not revoke your agreement.

[Handwritten marks]

Company Number: 10479032

- (f) If you do not agree to the Resolutions, you need not take any action. You will not be deemed to agree to the Resolutions if you do not reply.
- (g) If you are signing this document on behalf of a member under a power of attorney or other authority, please send a copy of the power of attorney or other authority when returning this document.



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We, the undersigned, being a member(s) of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed by



Name:

DAVID SPENCER-PERCIVAL

Signature:



Date:

19/2/21

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Signed by

Name: DAVID SPENCER - Percival

Signature: 

Date: 19-2/21

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We, the undersigned, being a member(s) of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed by David Spencer-Percival acting as attorney under a power of attorney dated 18.02.2019, on behalf of:

Name: ROSSINGTON FILMS LTD

Signature: 

Date: 19/2/21

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We, the undersigned, being a member(s) of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed by

Name: CATHERINE FAULKS'

Signature: Catherine Faulks

Date: 21/02/2021

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We, the undersigned, being a member(s) of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed by

Name: PAUL PINDAR

Signature: Paul Pindar

Date: 20-02-2021

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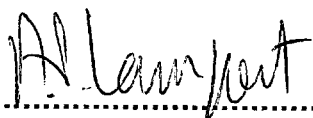
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Signed by

Name: ANDREW PAUL LAM PART - ZAKIEWICZ

Signature: 

Date: 20/02/21

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We, the undersigned, being a member(s) of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed by

Name: MARTIN BOWLAND

Signature: MKB Bowland

Date: Feb 19th 2021

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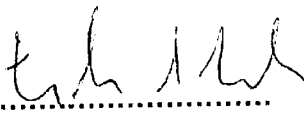
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We, the undersigned, being a member(s) of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed by

Name: LINDA LUTON OF RIVINGTON

Signature: 

Date: 22/11/21

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Signed by

Name: Nick Robinson

Signature: 

Date: 22/02/2021

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Signed by

Name:

DAMIAN TUITE

Signature:

D. Tuite

Date:

23/2/21

NOTES

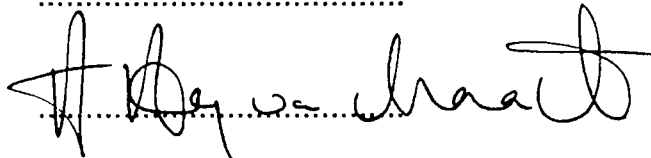
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Signed by

Name: ANTHONY VAN LAAS T
Signature: 
Date: 19 FEB 2021

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We, the undersigned, being a member(s) of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed by

Name: MICHAEL ALLEN-BUCKLEY
.....

Signature: 
.....

Date: 23RD FEBRUARY 2021
.....

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Signed by

Name: PAUL G. GOSSET

Signature:

Date: 19/2/21

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We, the undersigned, being a member(s) of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed by

Name: RICHARD PINDAR

Signature: 

Date: 9/03/21

Signed by Literacy Capital plc, acting by its duly authorised attorney.

NOTES

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A handwritten signature in black ink, appearing to be 'D. Spencer-Percival', located in the bottom right corner of the document.

Company Number: 10479032

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We, the undersigned, being a member(s) of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed by

Name: CHRISTOPHER ALDOWS

Signature: 

Date: 22nd February 2021

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A handwritten signature in black ink, consisting of a large, stylized 'C' or 'G' shape followed by a horizontal line and a small upward flick.