

Company No: 01420028

BBC Studios Distribution Limited (the "Company")
1 Television Centre, 101 Wood Lane, London, United Kingdom, W12 7FA

WRITTEN RESOLUTIONS OF THE SHAREHOLDER
Circulation date: 11 March 2019

In accordance with Chapter 2 of Part 13 of the Companies Act 2006 the directors of the Company have proposed that the following resolutions be passed as special resolutions (the "Resolutions").

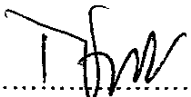
SPECIAL RESOLUTIONS

We, the undersigned, being the sole member of the Company holding the entire issued share capital of the Company hereby resolve unanimously in accordance with Chapter 2 of Part 13 of the Company Act 2006 as follows:

1. THAT article 19(b) of the Company's articles of association be replaced in its entirety with the following: "No business may be transacted at any meeting of the directors or a committee of the directors unless a quorum is present. The quorum for the transaction of the business of the directors or a committee of the directors shall be two directors, unless there is a sole director in which event the sole director shall constitute a quorum."
2. THAT article 19(c) of the Company's articles of association be replaced in its entirety with the following: "At any meeting of the directors or a committee of the directors each director present (in person or by alternate) shall have one vote. Resolutions put to the vote of a meeting shall be passed by simple majority."

Please read the Notes below before signifying your agreement to the resolutions.

The undersigned, being the sole member on **11 MARCH** 2019 irrevocably agrees to the Resolutions set out above:

 (Director)

For and on behalf of BBC Studios Limited

NOTES

1. You can choose to agree to the all of the resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

By Hand: delivering the signed copy to: 1 Television Centre, 101 Wood Lane, London, United Kingdom, W12 7FA

if you do not agree to all of the resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.



3. Unless, sufficient agreement has been received for the resolutions to pass, within 28 days from the Circulation Date it will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.

4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.