

**Written resolutions of the board of directors of
Nextup Comedy Limited
09940291
(the "Company")**

Date: 05 July 2019

We, the undersigned, being directors of the Company RESOLVE pursuant to the Articles of Association of the Company that:

1. The special resolution(s) in the form provided to the board along with this resolution will be put to the members of the Company,

and, conditional upon the passing of the special resolutions mentioned in resolution 1:
2. The Company may execute the Subscription Agreement in the form attached.
3. The Company shall issue a new allotment of 3,212 ordinary shares in the Company to Seedrs Nominees Limited (as nominated custodian of Seedrs Limited) on the terms set out in such Subscription Agreement and 92,249 ordinary shares to those individuals set out in Annex A, on the terms set out in the Subscription Letters received from those individuals.
4. The Company shall file all relevant forms with Companies House and perform all other actions as may be necessary to affect the resolutions above.

SIGNED BY:

DocuSigned by:
Daniel Berg
ADE410432831486...

Daniel Berg

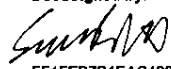


SIGNED BY:

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David Cavey
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David Cavey

SIGNED BY:

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Sarah O'Hara

SIGNED BY:

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Stuart Snaithe

Annex A

- **Matthew Tulett- 1,681 shares**
- **Syndicate Room Nominees Ltd- 981 shares**
- **Velocity- 89, 587 shares**