

Company number: 01066321

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COMPANIES HOUSE

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTION
OF
TURNBULL & ASSER LIMITED
(the "Company")**

Circulated on 14th June 2018 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that the following resolutions are passed as ordinary and special resolutions (the "**Resolutions**"):

ORDINARY RESOLUTIONS

- (1) **"THAT** in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £400,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary on the passing of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired."

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTIONS

- (2) **"THAT** the pre-emption rights contained in section 561 of the Act be and hereby is disappled".
- (3) **THAT** the articles of association as attached to this resolution be and hereby are approved and adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company"

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution.

We, the undersigned, being all the shareholders of the Company representing the entire issued share capital of the Company, hereby confirm that we have received a copy of the Resolutions in accordance with section 291 of the Act and hereby irrevocably agree that the Resolutions be passed as written resolutions pursuant to section 288 of the Act and that Resolutions 1 and 2 shall take effect as ordinary resolutions and Resolutions 3 and 4 shall take effect as special resolutions.

T. FAYED
.....

Tracy Fayed

Dated: [14/6] 2018

[Signature]
.....

Ali Fayed

Dated: [14/6] 2018

[Signature]
.....

Salah James Allie Fayed

Dated: [14/6] 2018

[Signature]
.....

Sammy Allie Fayed

Dated: [14/6] 2018

[Signature]
.....

Liam Fayed

Dated: [14/6] 2018

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless sufficient agreement has been received for the Resolutions to be passed before the end of the period of 28 days beginning on the Circulation Date, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before the end of this period.