

Company number: 01066321

PRIVATE COMPANY LIMITED BY SHARES

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

TUESDAY



Circulated on 8th June 2017 (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 resolution is passed as an ordinary resolution (the “**Resolution**”):

ORDINARY RESOLUTION

“**THAT** Mr. A Fayed, Mr. J. Fayed and Mr. L. Fayed as directors of the Company, notwithstanding any actual or potential conflicts of interest (including any conflicts under section 175 of the Act) (the “**Conflicts**”) which have arisen or may arise in relation to any transactions to be entered into by the Company in connection with the proposed increase of authorised share capital (the “**Authorised Share Capital Increase**”), the proposed allotment of shares in the capital of the Company (the “**Allotment**”), proposed dis-application of pre-emption rights (the “**Pre-emption Disapplication**”) and proposed adoption of new articles of association (the “**New Articles**”), by virtue of the said directors of the Company being also shareholders of the Company, be and hereby are authorised to approve, execute, sign, deliver and perform, and to procure to be executed, delivered, signed and performed on behalf of the Company, all such agreements, deeds, certificates, instruments or other documents and to take all such other and further actions as it may be necessary (if any) to have approved, executed, signed, delivered, performed and taken on behalf of the Company directly or indirectly in connection with the Authorised Share Capital Increase, and/or the Allotment and/or the New Articles..

Having received disclosures from the directors, the Conflicts, Authorised Share Capital Increase, Allotment, Pre-emption Disapplication and New Articles be and hereby are authorised and approved.”

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 representing the entire issued share capital of the Company, hereby confirm that we have received a copy of the Resolution in accordance with section 291 of the Act and hereby irrevocably agree that the Resolution be passed as a written resolution pursuant to section 288 of the Act and shall take effect as an ordinary resolution.

.....
Tracy Fayed

Dated: 2017


.....
Mr. Ali Fayed

Dated: 9.6.17 2017


.....
Mr. James Fayed

Dated: 9.6.17 2017


.....
Mr. Liam Fayed

Dated: 9.6.17 2017

X

.....
Mr. Sammy Fayed

Dated: 13.6.17 2017

NOTES

1. If you agree with the Resolution, 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 Resolution, 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 Resolution, you may not revoke your agreement.
4. Unless sufficient agreement has been received for the Resolution 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 Resolution, please ensure that your agreement reaches us before the end of this period.