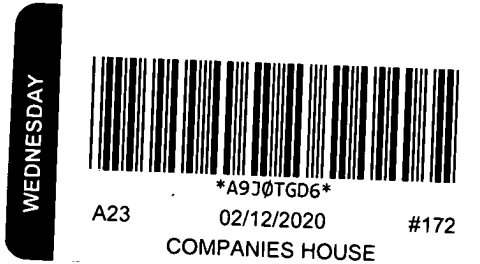


Company Number: 00641365

BEACONSFIELD FOOTWEAR LIMITED

(the "Company")

WRITTEN RESOLUTIONS



Circulation date: 24 November 2020

HLI LLP

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions (the "**Resolutions**") are passed, in the case of resolution 1, as an ordinary resolution, and in the case of resolutions 2 ^{3 and 4} and 3, as special resolutions:

ORDINARY RESOLUTION

1. That, in accordance with paragraph 42(2)(b) of Schedule 2 of the Companies Act 2006 (Commencement No. 8, Transitional Provisions and Savings) Order 2008 (the "Order"), the Company's articles of association are amended by the revocation of the provision of the Company's memorandum of association which, by virtue of paragraph 42(2)(a) of the Order, is treated as a provision of the Company's articles setting the maximum amount of shares that may be allotted by the Company.

SPECIAL RESOLUTIONS

2. That, in accordance with section 21 of the Companies Act 2006, the Company's articles of association are amended by the insertion of the following new article after the existing article 41.2 and the re-numbering of the existing articles 41.3 and 41.4 accordingly:

"41.3 The Company and the directors shall not be entitled to exercise any lien which the Company has in respect of any shares which have been charged by way of security to a Secured Institution."

3. That the Company's Memorandum of Association is amended by the substitution of article 3(j) for the following article:

"3(j) To borrow and raise money in such manner as the Company shall think fit, to give any indemnity in relation to such borrowing, and in particular by the issue of debentures or debenture stock, mortgages, charges, perpetual or otherwise, charged upon all or any of the Company's property (both present and future) and undertaking including its uncalled capital."

4. That the Company's Memorandum of Association is amended by the substitution of article 3(w) for the following article:

"3(w) Either with or without the Company receiving any consideration direct or indirect from giving any such guarantee, to guarantee either by personal covenant or by mortgaging or charging all or any part of the undertaking property and assets present and future and uncalled capital of the Company or by both such methods (and to give any indemnity in relation to such guaranteeing), the performance of any contract or obligation whatsoever of any person firm or company, and in particular (but without limiting the generality of the foregoing) of any subsidiary as defined by section 736 of

CA 1985 or of the company which is for the time being the Company's holding company as defined by such section, or another subsidiary, as defined by such section, of the Company's holding company or otherwise associated with the Company in business."

AGREEMENT

The undersigned, being a person entitled to vote on the Resolutions on the circulation date of the Resolutions stated above, irrevocably agrees to the Resolutions.

Signed: A.B. GIGGS

Name: ADAM GIGGS

For and on behalf of **Hotter Limited**

Date: 24 November 2020

Notes

1. 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:
 - by hand: deliver the signed document to Adam Griggs, Hotter Limited, 2 Peel Road, Skelmersdale, Lancashire, WN8 9PT;
 - by post: send the signed document by post to Adam Griggs, Hotter Limited, 2 Peel Road, Skelmersdale, Lancashire, WN8 9PT; or
 - by email: attach a scanned copy of the signed document to an email and send it to A.Griggs@hotter.com. Please type **"Written Resolutions of Beaconsfield Footwear Limited"** in the email subject box.
2. If the Resolutions are not agreed to by the necessary majority, they will lapse by midnight on the day 28 days after the Circulation Date. You will not be taken to have agreed to the Resolutions until the Company actually receives this signed document from you, so please ensure that we receive it before this time.
3. Once you have signified your agreement to the Resolutions, you are not permitted to revoke your agreement.
4. If you do not agree with the Resolutions, you do not need to do anything. You will not be deemed to agree if you do not reply.
5. If you are signing this document on behalf of someone else under a power of attorney or other authority, please enclose a copy of the power of attorney or authority when you return it to us.