

Company No: 04096157

WRITTEN RESOLUTION(S)  
of  
ALL SAINTS RETAIL LIMITED (the "Company")

Pursuant to section 281(1)(a) of the Companies Act 2006 (the "Act")

Circulation date: 3 October 2021

Pursuant to section 291 of the Companies Act 2006, the directors of the Company propose that Resolution 1 below is passed as an ordinary resolution and Resolution 2 below is passed as a special resolution of the Company (together "Resolutions").

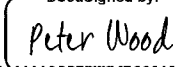
Ordinary resolution:

- 1 THAT in place of all existing authorities (save to the extent relied upon prior to the passing of this Resolution 1) the directors be generally and unconditionally authorised pursuant to section 551 of the Act to allot, and to grant rights to subscribe for A ordinary shares of £0.01 each in the capital of the Company, having the rights set out in the articles of association of the Company, up to a maximum nominal amount equal to £0.02, such authority to expire (unless previously renewed, varied or revoked by the Company in a general meeting) five years after the date on which this Resolution 1 is passed, save that the Company may before the expiry of this authority make an offer or agreement which would or might require shares to be allotted, or rights to subscribe for or to convert any security into shares to be granted, after the expiry of this authority and the directors may allot shares, or grant rights to subscribe for or convert any security into shares, in pursuance of that offer or agreement as if this authority had not expired.

Special resolution:

- 2 THAT in place of all existing powers the directors be generally empowered pursuant to section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act) for cash, pursuant to the authority conferred by Resolution 1 (the "Authority") as if section 561 of the Act or the pre-emption provisions in the articles of association of the Company did not apply to any such allotment. This power shall cease to have effect if and when the Authority is revoked or (if not revoked) expires, but the Company may make an offer or agreement before expiry of this power which would or might require equity securities to be allotted after expiry of this power and the directors may allot equity securities in pursuance of that offer or agreement as if this power had not expired.

The undersigned, being the sole member of the Company who at the date of circulation of these Resolutions would have been entitled to vote on the Resolutions, agrees to the above Resolutions.

DocuSigned by:  
  
.....CC27CUC1FC29488.....

Signed for and on behalf of

LION/HEAVEN UK II LIMITED

Date 3 October 2021

Notes:

- (1) If you agree to the above Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by delivering it by hand or by posting it to the registered office marked for the attention of the director.
- (2) A member's agreement to a written resolution, once signified, may not be revoked.
- (3) A written resolution is passed when the required majority of eligible members have signified their agreement to it.
- (4) The Resolutions set out above must be passed within 28 days of the circulation date set out above otherwise they will lapse.
- (5) 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.
- (6) If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.