

Company No: 06423604

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

AFH STORES UK LIMITED (the "Company")

Circulation date: 25 Feb 2022 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "**Resolution**") of the Company:


SPECIAL RESOLUTION

THAT, in accordance with sections 610(4) and 641 of the Companies Act 2006 (the "**Act**") and with effect from the date of registration by the Registrar of Companies of those documents required to be registered pursuant to section 644(1) of the Act in connection with capital reduction approved under this resolution, the issued share capital of the Company be reduced from £23,901,000 (divided into 23,901,000 ordinary shares of £1 each) to £1 (1 ordinary share of £1) by cancelling and extinguishing 23,900,999 issued ordinary shares of £1 each in the capital of the Company and the amount so cancelled be returned to the Company's sole member.

AGREEMENT

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

The undersigned, being duly authorised to sign on behalf of the sole member of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution and to its passing as a Special Resolution of the Company.

DocuSigned by:

1638E8380A4441B
Signed by: Karin Anna Kristina Mollerstrom
Title: Director
for and on behalf of
ABERCROMBIE & FITCH HOLDING SAGL
(Sole Member of the Company)

Date

25 Feb 2022

NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version by hand delivery or by post to the Company's Registered Office at 3 Savile Row, London W1S 3PB, United Kingdom or by e-mail to Mr Paolo Moschioni, Legal, Abercrombie & Fitch (Mendrisio Office) paolo_moschioni@anfcorp.com.

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.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless, by the end of a period of 28 days from the Circulation Date (the "**Lapse Date**"), sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before this date.
4. **PLEASE NOTE THAT irrespective of the Lapse Date, in order to comply with the requirements of the Companies Act 2006 in relation to a reduction of share capital or cancellation of premium account, the Resolution must be passed within 15 days from the date of the attached solvency statement.**