

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

LOVE ME BEAUTY LIMITED

(Registered in England - No 08234460)

SATURDAY



A23 *A5609WUFU* 30/04/2016 #136
COMPANIES HOUSE

(Passed on 24th March 2016)

The following resolutions were duly passed pursuant to Chapter 2 of Part 13 of the Companies Act 2006 on 24th March 2016 by members of the Company representing the required majority of total voting rights of eligible members in the case of (A) and (B) as ordinary resolutions and in the case of (C) and (D) as special resolutions:

ORDINARY RESOLUTIONS

- (A) **THAT** the directors of the Company are generally and unconditionally authorised in accordance with section 551 CA 2006 to exercise all the powers of the Company to allot A ordinary shares of £0.001 each in the capital of the Company ("A Shares") up to an aggregate nominal amount of £10 70 for a period of five years from the date of this resolution, save that in accordance with section 551(7) CA 2006 the Company may before the expiry of such period make an offer or agreement which would or might require A Shares to be allotted after such expiry and the directors may allot A Shares pursuant to such offer or agreement as if this authority had not expired
- (B) **THAT** pursuant to section 239 CA 2006, the historic grant of the following Rights by the directors of the Company in the form of share options during the period of one year prior to the date of circulation of this written resolution, and the conduct of every director of the Company in connection therewith, be formally ratified and approved:

Optionholder	Date of grant	No. of Options granted	Relationship to Company	Terms attached to Options
Benjamin Adler	21 June 2015	114	Historic lender to the Company	Option exercisable upon a sale of the Company or IPO as set out in Option Agreement dated 20 th July 2015

Ian Craig	21 June 2015	1,143	Historic lender to the Company	Option exercisable upon a sale of the Company or IPO as set out in Option Agreement dated 20 th July 2015
Simon Palethorpe	6 th April 2015	Up to 3% of the total share capital issued in the Company as at the date of appointment. The amount of Options are dependent upon ongoing engagement by the Company	Non-executive Chairman of the Company	Conditional to tenure with Company as a non-executive director in line with paragraph 4.2 of Mr Palethorpe's letter of Appointment dated
Tracey Woodward	November 2015	Up to 0.75% of the total share capital issued in the Company as at the date of appointment. The amount of Options are dependent upon ongoing engagement by the Company	Strategic Consultant to the Company	Conditional to tenure with Company as a non-executive director in line with paragraph 4.2 of Ms Woodward's letter of Appointment dated
Jon Greenland	February 2016	124	Company Employee	Terms of Company EMI Scheme apply

SPECIAL RESOLUTIONS

- (C) **THAT** the pre-emption rights contained in Article 3.2 of the articles of association of the Company and the equivalent provisions in the New Articles (as defined below) be hereby waived and dis-applied in respect of the allotment of A Shares of up to an aggregate nominal amount of £10.70 within a period of one month from the date of this resolution, save that the Company may before the expiry of such period make an offer or agreement which would or might require A Shares to be allotted after the expiry of such period and the Board may allot A Shares pursuant to such offer or agreement as if this authority had not expired.

- (D) **THAT** new articles of association in the form annexed to this written resolution 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 ("**New Articles**")

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Director

A large, stylized handwritten signature in black ink, consisting of several loops and a long horizontal stroke, is written over the dotted line.