

Company No: 08738280

The Companies Act 2006

Private Company Limited by Shares

Written Resolutions of the members of

Floris of London Holdings Limited (Company)

23 March 2021 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (CA 2006), the directors of the Company hereby propose that the following resolution 1 be passed as an ordinary resolution and resolution 2 be passed as a special resolution (such resolutions together being the Resolutions).

Ordinary resolution

1 Capitalisation

THAT the sum of £200,000 being part of the profit and loss account be and is hereby capitalised and appropriated as capital to the holders of the ordinary shares of £0.10 each and A ordinary shares of £0.10 each in the capital of the Company as appearing in the register of members as at 5:00pm on the day immediately preceding the Circulation Date and that the directors be and are hereby authorised to apply such sum in paying up in full 200,000 preference shares of £1.00 each in the capital of the Company and to allot and issue such new shares, credited as fully paid up, as follows:

- (a) 149,999 preference shares of £1.00 each to John Hugh Bodenham; and
- (b) 50,001 preference shares of £1.00 each to Janette Lynn Bodenham.

Special resolution

2 Disapplication of pre-emption rights

THAT any and all pre-emption rights of the existing shareholders (whether attributable to paragraph 28 of the articles of association of the Company or otherwise) be disappplied in connection with the issue of 200,000 preference shares of £1.00 each in the capital of the Company pursuant to resolution 1 above.

AGREEMENT

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

The undersigned, being persons entitled to vote on the Resolutions and eligible members for the purposes of the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

**John
Bodenham**

Hugh

SATURDAY



AA1MWD3E

A24

03/04/2021

#82

COMPANIES HOUSE

Date: _____

Janette _____ Lynn
Bodenham _____

Date: _____

Hannah _____
Wilkin _____

Hannah Wilkin

Date: _____ 31.3.21 _____

Patrick _____
Bodenham _____

Date: _____

NOTES

1. If you agree to the Resolutions, please indicate 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:** delivering the signed copy to the Company's registered office.
- **Post:** returning the signed copy by post to the Company's registered office.

You may not indicate your agreement to the Resolutions by any other method.

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

Resolutions, you may not revoke your agreement.

3. Unless, by 28 days after the Circulation Date (including the Circulation Date), sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
4. 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.