Sian Marie Fashion Limited (the "Company")

Company No. 11202204

PRIVATE COMPANY LIMITED BY SHARES

NOTIFICATION OF WRITTEN RESOLUTION OF THE COMPANY PROPOSED BY THE DIRECTORS AND HAVING EFFECT AS A SPECIAL RESOLUTION OF THE COMPANY PURSUANT TO THE PROVISIONS OF PART 13 OF THE COMPANIES ACT 2006

DATE PASSED: 24 JANUARY 2019

I, the undersigned, being a director or secretary of the Company, hereby certify that the following written resolution was circulated to all eligible members of the Company and that the written resolution was received, duly signed by the relevant majority of members and was duly passed on the date stated above.

SPECIAL RESOLUTION:

DISAPPLICATION OF PRE-EMPTION RIGHTS

THAT, subject to the passing of the resolution 1 and in accordance with section 570 of the 2006 Act, the Director be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall:

3.1 be limited to the allotment of 100 ordinary shares of £1 each; and

3.2 expire on 28 February 2019 (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Director may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

Signed: M.E.R Date: 24/1/19

Company Secretary

SATURDAY

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COMPANIES HOUSE