

THE COMPANIES ACT 2006

A PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTIONS
OF
CALVIN KLEIN STORES UK LIMITED**

(the "Company")

Date: 1 February 2018 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special and ordinary resolutions.

SPECIAL RESOLUTIONS

1. THAT the Company's share premium account be reduced from £20,582,000 to nil and such amount be credited to the Company's distributable reserves.

ORDINARY RESOLUTION

2. Subject to and conditional upon the passing of special resolutions 1 and 2 above, THAT the Company declare and pay a dividend in specie in the amount of £4,926,717 to be satisfied by the assignment of all its rights to repayment of the entire amount of the loan and accrued interest pursuant to the terms of two promissory notes dated 8 February 2002 in the amount of US\$1,827,000 plus interest and 13 June 2008 in the amount of US\$3,935,573.24 plus interest respectively



AGREEMENT

CK Stores B.V., being the sole shareholder of the Company which is entitled to vote on the above resolutions on the Circulation Date, irrevocably votes in favour of it:

MARTIJN HAGMAN
DIRECTOR
CK STORES B.V.



.....
SIGNATURE

1 February 2018

DANIEL GRIEDER
DIRECTOR
CK STORES B.V.



.....
SIGNATURE

1 February 2018

NOTES:

1. The resolutions are proposed as special resolutions and an ordinary resolution. An ordinary resolution requires a majority of members to vote in favour of it to be passed and a special resolution requires members holding 75 percent or more of the total voting rights to vote in favour of it to be passed. As soon as sufficient votes are received, the resolutions will be passed.
2. Unless the resolutions are passed by a date which is 28 days from the Circulation Date, they will lapse. If you agree to the resolutions, please ensure your agreement reaches us before or during this date.
3. If you do not agree with the resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.
4. If you agree with the resolutions, please indicate your agreement to it by signing and dating this document and returning a scanned copy of it to tyronesarucan@pvh.com
5. Once you have agreed to the resolutions, you may not revoke your agreement.
6. Please see attached solvency statement of the directors to support ordinary resolutions 1 and 2 above