

Company No: SC049239

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

SALON SERVICES (HAIR AND BEAUTY SUPPLIES) LTD. (the "Company")

26/01/2022 (the "Circulation Date")
2022

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions (the "Resolutions") are passed as special resolutions.

SPECIAL RESOLUTIONS

- "1. THAT, in accordance with paragraph 42(2)(b) of Schedule 2 of the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008, the restriction on the authorised share capital of the Company set out in clause 5 of the memorandum of association of the Company, which by virtue of section 28 of the Companies Act 2006 ("CA 2006") is treated as a provision of the Company's articles of association, is hereby revoked and deleted.
2. THAT, in accordance with section 551 of the CA 2006, the directors of the Company (or a duly constituted committee of the directors) ("Directors") be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("Rights") up to an aggregate nominal amount of £2,460,344 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31/01/2022 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.
3. THAT, subject to the passing of resolution 2, £2,460,344 standing to the credit of the Company's capital contribution reserve be and is hereby capitalised and appropriated as capital to Sally UK Holdings Limited, the Company's sole shareholder as at the close of business on 31/01/2022 and that the directors be and are hereby authorised to apply such sum in paying up in full 2,460,344 ordinary shares of £1 each in the capital of the Company and to allot and issue such new shares, credited as fully paid up, to the said Sally UK Holdings Limited."

AGREEMENT

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

TUESDAY



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SCT

05/04/2022

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COMPANIES HOUSE

WE, the undersigned, being or representing all the members of the Company for the time being entitled to vote on the Resolutions on the Circulation Date, hereby Irrevocably agree to the Resolutions:

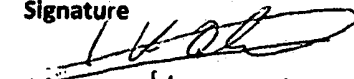
Name of Shareholder

Signature

Date of Signature

Sally UK Holdings Limited

Director


Heidi Van Ocken

26/01/2022
2022

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated on the previous page and returning it to the Company before the end of the period of 28 days beginning with the Circulation Date (the "Lapse Period") using one of the following methods:
 - 1.1 **By Hand:** delivering the signed copy to Nicholas Howie, Anderson Strathern LLP, 1 Rutland Court, Edinburgh, EH3 8EY.
 - 1.2 **Post:** returning the signed copy by post to Nicholas Howie, Anderson Strathern LLP, 1 Rutland Court, Edinburgh, EH3 8EY.
 - 1.3 **Fax:** faxing the signed copy to 0131 270 7788 marked "For the attention of Nicholas Howie".
 - 1.4 **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to nicholas.howie@andersonstrathern.co.uk. Please enter "Written resolution" in the e-mail subject box.
 - 1.5 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.
2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. The Resolutions are passed when the required majority of eligible members have signified their agreement to it.
4. If the Resolutions are not passed before the end of the Lapse Period they will lapse. If the Company receives your signed document after the end of the Lapse Period your agreement to the Resolutions will be ineffective.
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
6. 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.