

Company number: SC253135

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

CHARLOTTE JAMES FURNITURE LIMITED (the “**Company**”)

6th March 2023
..... (“Circulation Date”)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the “Act”), the directors of the Company propose that the following resolution is passed as one ordinary resolution (the “Resolution”):

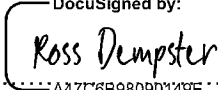
ORDINARY RESOLUTION

THAT, 55 of the B Ordinary Shares, 55 of the C Ordinary Shares, 55 of the D Ordinary Shares, 55 of the E Ordinary Shares and 55 of the F Ordinary Shares each of £1.00 each in the capital of the Company be and are hereby reclassified as 275 A Ordinary Shares of £1.00 each, such Shares having the rights and being subject to the restrictions set out in the Articles of Association of the Company.

AGREEMENT

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

The undersigned, each a person entitled to vote on the Resolution as at the Circulation Date, hereby irrevocably agrees to the Resolution:-

DocuSigned by:

.....
A47C6B9809D149E
Ross Morrison Dempster
Director for and on behalf of Charlotte James Holdings Ltd

6th March 2023

.....
Date

NOTES

1. If you agree with the Resolution, 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 Clare Tuohy, MacRoberts LLP, 10 George Street, Edinburgh, EH2 2PF

Post: returning the signed copy to Clare Tuohy, MacRoberts LLP, 10 George Street, Edinburgh, EH2 2PF

E-mail: returning a scan of the signed copy in PDF format to clare.tuohy@macroberts.com.

If you do not agree to the Resolution, 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, you may not revoke your agreement.
3. Unless sufficient agreement is received within the period of 28 days beginning with the Circulation Date, the Resolution will lapse.
4. [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.]
5. [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.]