

Company No. 00065519

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

GIANT BOOKER LIMITED

(the "Company")

21 November 2022

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 written resolutions of the Company, having effect as special resolutions (the "Resolutions").

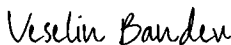
SPECIAL RESOLUTIONS

1. THAT the nominal value of 248,708,065 issued ordinary shares of £0.25 each in the capital of the Company be reduced from £0.25 each to £0.0025 each.
2. THAT the amount standing to the credit of the Company's share premium account, being £84,495,499.18 in total, be reduced to nil.

AGREEMENT

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

We, the undersigned, were at the time the Resolutions were circulated entitled to vote on, and hereby irrevocably agree to, the Resolutions:-

DocuSigned by:

.....9644703F79E6478.....
Director

21 November 2022
.....
Date

For and on behalf of Booker Wholesale Holdings Limited

NOTES

1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. If you do not agree to all of the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. You must indicate your agreement to the Resolutions within the period of 15 days from the date of the solvency statement accompanying the Resolutions (irrespective of the lapse date referred to in note 5).
4. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
5. Unless, by 28 days of the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse.
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.