

Written Resolution under Companies Act 2006

Company Number 191031

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

Of

Alfred Dunhill Limited (the "Company")

21st September 2012 (the "Circulation Date")

Pursuant to Chapter 2 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "Resolution")

SPECIAL RESOLUTION

That



- (A) The Articles of Association of the Company be amended by deleting all the provisions of the Company's Memorandum of Association which, by virtue of section 28 Companies Act 2006, are to be treated as provisions of the Company's Articles of Association,
- (B) the regulations contained in the document attached to this Resolution and marked "A" for the purpose of identification be approved and adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association,
- (C) the directors shall have the powers given by section 550 of the Companies Act 2006

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees the Resolution

Signed by W S G Lawrence
For and on behalf of
Richemont Holdings (UK) Limited



Date 21 September 2012

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or post to W S G Lawrence, 15 Hill Street, London W1J 5QT

You may not return the Resolution to the Company by any other method

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 to the Resolution, you may not revoke your agreement
- 3 Unless by 19 October 2012, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date