Company Number: 01284170

### THE COMPANIES ACT 2006

### PRIVATE COMPANY LIMITED BY SHARES

### WRITTEN RESOLUTION OF THE SOLE MEMBER

OF

### THE BODY SHOP INTERNATIONAL LIMITED

(the "Company")

We, the undersigned, being the sole eligible member of the Company (as defined in section 289 of the Companies Act 2006, the "Act") entitled as at the date of circulation of this resolution, to attend and vote at general meetings of the Company, RESOLVE that the following resolutions be passed as a written resolution under Chapter 2 of Part 13 of the Act having effect as a SPECIAL RESOLUTION of the Company:

#### 1. AMENDMENT TO THE ARTICLES OF ASSOCIATION

THAT with effect from the date hereof, the articles of association of the Company be amended by deleting article 16(2) and replacing it with the following new article 16(2):

## "16. Quorum for directors' meetings

(2) Subject to articles 10(2), 12(2) and 15(3), the quorum for transaction business at a meeting of the directors is any two eligible directors."

### 2. RATIFICATION OF PREVIOUS ACTIONS TAKEN BY A SOLE DIRECTOR

THAT any decision previously taken by a sole director pursuant to article 12(2) of the articles of association of the Company as adopted on 7 January 2024, be and is hereby ratified.

## 3. DIRECTOR AUTHORITY

THAT the sole director of the Company be authorised to sign any documentation and direct the filing of any documentation as is required to give effect to the matters contemplated by and within these resolutions.

# 4. WAIVER OF NOTICE

THAT any requirements under the articles of association of the Company for minimum notice to effect the above-mentioned resolutions and actions are hereby waived.

It is acknowledged that as sole eligible member of the Company, we, the undersigned, are entitled to exercise our member's reserve power under Article 8(1) of the articles of association of the Company to direct the sole director/director(s) to take the above-mentioned actions.

Date of circulation: 12 February 2024 ("Circulation Date")

[Signature page follows]

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Signed by:

## **Aurelius IV UK Acquico Eight Limited**

Name: Leo Alldread Title: Director

Date: 12 February 2024

### **NOTES:**

- 1. If you agree with the above resolution/s, please indicate your agreement by signing and dating this document where indicated above and returning the signed version by email where directed. If you do not agree to the above resolution/s, 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 above resolution/s, you may not revoke your agreement.
- 3. Unless within 28 days of the Circulation Date sufficient agreement is received for the above resolution/s to pass, it will lapse. If you agree to the above resolution/s, please ensure that your agreement reaches us before or during this date.

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