

FASHION & FURNITURE (DISCOUNTS) LIMITED
(the "Company")

Company No:
01497232

Passed:
1 May 2021

The Companies Acts 2006

At a general meeting of the above-named Company duly convened and held at Blue Gates Garage, Biddulph, Stoke on Trent, ST8 7PX, England on Saturday 1 May 2021 on at 13:00 the following resolutions were duly passed as special resolutions.

Resolutions

1. That the directors be and they are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution. Provided that the authority hereby given shall expire 5 years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of this authority; namely by the creation of new share classes Ordinary-A, Ordinary-B, Ordinary-C and Ordinary-D. Such £1.00 Ordinary-A, Ordinary-B, Ordinary-C and Ordinary-D class shares shall rank pari passu in all respects and have attached to them full voting, dividend and capital distribution (including on winding up) rights; they do not confer any rights of redemption.

The Ordinary-A, Ordinary-B, Ordinary-C and Ordinary-D class shares shall rank pari passu in all respects but shall constitute separate classes of shares. For the avoidance of doubt it is hereby declared that the Company may determine to distribute among the holders of one class of shares in the capital of the Company all or part of the profits of the Company available for distribution without distributing any part of the profits of the Company available for distribution to any other class of shares in the capital of the Company.

2. That 126 issued Ordinary shares of £1.00 each in the capital of the Company be re-designated into 126 Ordinary-A shares of £1.00 as detailed below:

Number of Shares	Registered in the Name of
126	Christopher George Rhodes

3. That 125 issued Ordinary shares of £1.00 each in the capital of the Company be re-designated into 125 Ordinary-B shares of £1.00 as detailed below:

Number of Shares	Registered in the Name of
125	Christopher Peter Rhodes

4. That 125 issued Ordinary shares of £1.00 each in the capital of the Company be re-designated into 125 Ordinary-C shares of £1.00 as detailed below:

Number of Shares	Registered in the Name of
125	Jacob George Rhodes

5. That 125 issued Ordinary shares of £1.00 each in the capital of the Company be re-designated into 125 Ordinary-D shares of £1.00 as detailed below:

Number of Shares
125

Registered in the Name of
Joshua Gordon Rhodes

.....
Chairman

31/05/2021
.....
Date