

Company number: 01576119

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
- of -
BAIRD OUTERWEAR BRANDS LIMITED
(the Company)

WEDNESDAY



4 April 2016 (the Circulation Date)

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution be passed as a special resolution (the Resolution)

THAT the articles of association of the Company be amended.

- 1 by deleting article 7 and replacing it with the following new article 7
"The number of Directors shall not, unless otherwise determined by an Ordinary Resolution of the Company, be less than one"
- 2 by dis-applying article 99 of Table A in the First Schedule to the Companies Act, 1948 and replacing it with the following new article 7A
"The quorum necessary for the transaction of the business of the directors may be fixed by the directors, and unless so fixed shall be one"

AGREEMENT

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

The undersigned, being a member of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution

Signed by Shaun Wills for and
on behalf of WILLIAM BAIRD LIMITED

Director

Date 4 April 2016

NOTES

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 by post to the Company Secretary, 46 Colebrooke Row, London N1 8AF

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, within 28 days of the Circulation Date, sufficient agreement is 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