

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
CARPETRIGHT LIMITED

(the Company)

30 October

Circulation date: 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (as amended), we, the undersigned sole eligible member of the Company entitled to receive notice of and to attend and vote at general meetings of the Company on the above circulation date, hereby pass the following resolution (**Resolution**) as a written resolution and agree that if duly passed, it shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

SPECIAL RESOLUTION

1. THAT, pursuant to regulation 4(1) of the model articles for private companies limited by shares contained in Schedule 1 of the Companies (Model Articles) Regulations 2008, the directors of the Company are hereby directed to:

1.1 take all such actions and do all such things (and to procure that its subsidiaries from time to time take all such actions and do all such things) as may be necessary or desirable to implement the proposed restructuring (**Restructuring**) of Meditor Holdings Limited's investments in:

1.1.1 the Company and its subsidiaries (from time to time); and

1.1.2 Nestware Holdings Limited and its subsidiaries (from time to time),

as set out in the implementation step plan prepared by Smith & Williamson (as initialled by the Company (or on its behalf) and delivered to Meditor Holdings Limited for identification); and

1.2 without prejudice to the generality of 1.1:

1.2.1 transfer, or procure that Melford Commercial Properties Ltd transfers, various freehold, and leasehold properties to Carpetright (Torquay) Limited; and

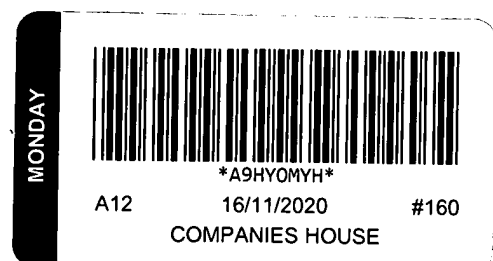
1.2.2 enters into various leases,

in each case, at the market valuations set out in the valuation report prepared by Cushman & Wakefield dated 31 July 2020, as varied by a supplemental letter dated 5 October 2020 (each as initialled by the Company (or on its behalf) and delivered to Meditor Holdings Limited for identification).

AGREEMENT

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

The undersigned, each being a person entitled to vote on the above Resolution on the date on which this Resolution is circulated, hereby irrevocably agrees to the Resolution.



Signature of eligible member or persons signing on their behalf:

DocuSigned by:
Talal Shakerchi

.....
a director for and on behalf of **Meditor Holdings Limited**

30 October
Date: 2020