

COMPANY NO. 03738136

STEINHOFF UK HOLDINGS LIMITED
(the *Company*)

Private Company Limited by Shares

WRITTEN RESOLUTION

The directors of the Company propose that the following resolution (the ***Resolution***) be passed as a written resolution of the Company under Chapter 2 of Part 13 of the Companies Act 2006.

SPECIAL RESOLUTION

THAT the share premium account of the Company be and is hereby reduced in accordance with the Companies Act 2006 from £791,850,627.07 to £0 by cancelling the share premium account in full.

AGREEMENT

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

The undersigned, each a person entitled to vote on the Resolution on 4 November 2020, hereby irrevocably agree to the Resolution and confirm that we have each received a copy of the solvency statement signed by the directors of the Company at or before the time we received the copy of the Resolution as required by section 642(2) of the Companies Act 2006.



Louis du Preez

.....
on behalf of Steenbok Newco 6 Limited

Louis du Preez
Name:

4 November 2020
Date:

Louis du Preez
.....
on behalf of Steenbok Newco 7 Limited

Louis du Preez
Name:

4 November 2020
Date:

NOTES:

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- **by hand:** delivering the signed copy to Birte Hacker Price;
- **by post:** returning the signed copy by post to Birte Hacker Price at Floor 4, Pall Mall Works 17-19 Cockspur Street London SW1Y 5BL; or
- **by email:** by attaching a scanned copy of the signed document to an email and sending it to Birte Hacker Price at birte.hacker@ibexinvestments.co.uk.

2. 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.

3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

4. Unless, by 19 November 2020, 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 by this date.