

Written Resolutions of
NATUZZI UNITED KINGDOM LIMITED (the "Company")
Pursuant to section 281(1)(a) of the Companies Act 2006
COMPANY NUMBER 04085911

November 25th, Circulation date: [] 2009

Pursuant to section 291 of the Companies Act 2006, the directors of the Company propose that resolutions 1 and 2 below are passed as ordinary resolutions of the Company.

- 1 That pursuant to paragraph 42 of Schedule 2 to the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008, any provision in the memorandum of association and/or the articles of association of the Company as to the amount of the Company's authorised share capital that was in force immediately before 1 October 2009 as altered by anything done by virtue of section 121 of the Companies Act 1985 and in force immediately before that date, be replaced with the following: "the share capital of the Company is £26,180,981.96".
- 2 That, subject to the passing of resolution 1, in place of all existing authorities (save to the extent relied upon prior to the passing of this resolution), the directors be generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to allot, and to grant rights to subscribe for or to convert any security into ordinary shares ranking equally in all respects with the existing ordinary shares in the capital of the Company up to a maximum nominal amount of £26,180,981.96, such authority to expire (unless previously renewed, varied or revoked by the Company in general meeting) five years after the date on which this resolution is passed, save that the Company may before the expiry of this authority make an offer or agreement which would or might require shares to be allotted, or rights to subscribe for or to convert any security into shares to be granted, after the expiry of this authority and the directors may allot shares, or grant rights to subscribe for or convert any security into shares, in pursuance of that offer or agreement as if this authority had not expired.

I, the undersigned, being a duly authorised signatory of the sole member of the Company who at ~~[insert date of circulation of resolution]~~ *November 25th, 2009* would have been entitled to vote on the resolutions, agree to the resolutions above.

Signature of duly authorised signatory of Natuzzi SpA	[name of member] <i>PASQUALE NATUZZI</i>	Date <i>November 25th, 2009</i>
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Notes:

- (1) If you agree to all of the above resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company:
 - (a) by delivering it by hand or by posting it to Riverbridge House, 3065 Admirals Park, Anchor Boulevard, Crossways Business Park, Dartford, Kent DA2 6SL marked for the attention of Adrian Burns;
 - (b) by faxing it to 01322 312551 marked for the attention of Adrian Burns; or
 - (c) by sending it as an attachment to an email at aburns@natuzzi.com.
- (2) A member's agreement to a written resolution, once signified, may not be revoked.
- (3) A written resolution is passed when the required majority of eligible members have signified their agreement to it.

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- (4) The resolutions set out above must be passed before the end of [] 2009 otherwise they will lapse.
- (5) In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
- (6) If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.