

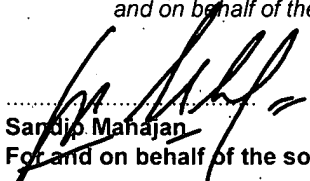
THE FOLLOWING WRITTEN RESOLUTIONS OF  
THE SOLE MEMBER OF  
JWC (INT) LIMITED  
WERE PASSED ON 25/09/2020

**Special resolutions**

- 1 'THAT the Company be wound up voluntarily.'
- 2 'THAT, in accordance with the provisions of the Articles of Association, the Joint Liquidators be and are hereby authorised to:
  - (a) Distribute to the sole member of the Company in specie the whole or any part of the assets of the Company.
  - (b) Value any assets and determine how the distribution shall be carried out to the sole member.
  - (c) Vest the whole or any part of the assets in trustees upon such trust for the benefit of the sole member as the Joint Liquidators so determine, but the sole member shall not be compelled to accept any asset upon which there is a liability.'

**Ordinary resolutions**

- 3 'THAT Emma Cray and Steven Sherry of PricewaterhouseCoopers LLP, One Chamberlain Square, Birmingham, B3 3AX be and are hereby appointed Joint Liquidators of the Company for the purposes of such winding up, and any act required or authorised under any enactment to be done by the Joint Liquidators is to be done by all or any one or more of the persons for the time being holding office.'
- 4 'THAT the Joint Liquidators' may be drawn monthly, or at such longer intervals as they may determine, and includes both the following:
  - A fixed fee of £60,000 for work undertaken in connection with the liquidation and which is also work stated as included in the relevant fee estimate in the letter of engagement between PwC and Ibex Retail Investments Limited dated 2 April 2020 (LoE); and
  - for all other work undertaken by the Joint Liquidators or their staff in attending to matters arising in the winding up, their remuneration be fixed by reference to the time properly given by them in relation to those matters; and that remuneration may be drawn monthly, or at such longer intervals as they may determine '
- 5 'THAT the Company's books and records be held by the sole member to the order of the Joint Liquidators, and may not be destroyed without the permission of the Liquidator which will not be forthcoming until twelve months after dissolution of the Company.'
- 6 'THAT the Certificate of Appointment of the Joint Liquidators together with the certificate copies of the resolutions passed herein, be signed by Sandip Mahajan "for and on behalf of the sole member".'

  
Sandip Mahajan  
For and on behalf of the sole member

MVL310c Aug16.V1

