

Company number: 07352417

COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

of

prettylittlething.com Limited (Company)

Circulation date 10 November 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**Act**), the directors of the Company propose that the resolution numbered 1 is passed as a special resolution and that the resolution numbered 2 is passed as an ordinary resolution (the **Resolutions**).

SPECIAL RESOLUTION

1. THAT the articles of association attached to these written resolutions be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

ORDINARY RESOLUTIONS

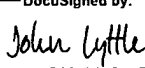
2. THAT 660 A ordinary shares of £0.10 each, 340 B ordinary shares of £0.10 each and 28 C ordinary shares of £0.10 in the capital of the Company be and are hereby redesignated as 1,028 ordinary shares of £0.10 in the capital of the Company having the rights and being subject to the restrictions set out in the articles of association adopted pursuant to resolution 1.

AGREEMENT

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

The undersigned, being a person entitled to vote on the Resolutions, hereby irrevocably agrees to the Resolutions.

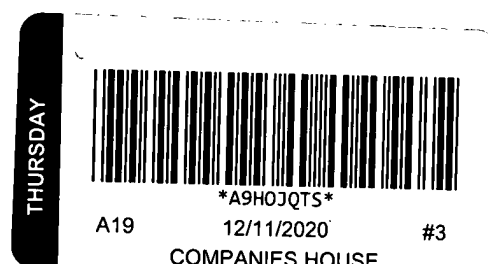
Signed for and on behalf of **boohoo holdings limited** by an authorised signatory

DocuSigned by:

10 November 2020
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Signed for and on behalf of **boohoo group plc** by an authorised signatory

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10 November 2020
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NOTES

1. You can choose to agree to all of the Resolutions or none of them, but you cannot agree to only some of the Resolutions. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning to the Company using one of the following methods:

- **By hand:** delivering the signed copy to the Company.
- **Post:** returning the signed copy by post to the Company.
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to Emma.Woollard@boohoo.com.

You may not indicate your agreement to the Resolutions by any other method.

If you do not agree to all of the Resolutions, 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 Resolutions, you may not revoke your agreement.

3. Unless, by 30 days following the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.

4. 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.

5. 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.