

Company number 9353234

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

THE LEFT SHOE COMPANY LIMITED (**Company**)

1 MAY 2015

2015 (CIRCULATION DATE)

SATURDAY



A32 *A48J7668* 30/05/2015 #217
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as an ordinary resolution (**Resolution**)

ORDINARY RESOLUTION

- (1) THAT the 1 ordinary share of £1 in the issued share capital of the Company be subdivided into 1,000 ordinary shares of £0.001 each, such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the existing ordinary shares of £1 each in the capital of the Company as set out in the Company's articles of association for the time being, and
- (2) THAT, the directors of the Company be authorised to allot 9,999,000 ordinary shares of £0.001 each in the Company provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 1 MAY 2019
- (3) THAT, Mr Erkan Fere be authorised to administer the share division and allotment despite holding 365 shares in Left Shoe Company OY via Equilibrium Holding OY

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolution on 1 MAY 2015 (CIRCULATION DATE) hereby irrevocably agrees to the Resolution

Signed by NAME

Date


1 MAY 2015

NOTES

1 If you agree with 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 delivery methods

By hand delivering the signed copy to The Director, 6 Princes Arcade, London, SW1Y 6DS

Post returning the signed copy by post to The Director, 6 Princes Arcade, London, SW1Y 6DS

E-mail by attaching a scanned copy of the signed document to an e-mail and sending it to William@Jeffcock.org Please type "Written resolutions" in the e-mail subject box

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

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

3 Unless, by 29 May 2015, 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 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

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SATURDAY



A48J766S

A32

30/05/2015

#219

COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as an special resolution (**Resolution**)

SPECIAL RESOLUTION

- (1) That the pre-emption rights set out in the Companies Act 2006 and the Articles of the Company or any shareholders' agreement are disapplied


AGREEMENT

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

The undersigned, a person entitled to vote on the Resolution on
1 MAY 2015 (CIRCULATION DATE), hereby irrevocably agrees to the Resolution

Signed by NAME

Date


1 MAY 2015

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