

Company number: 03657539

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTION
OF
LEGEND BRANDS EUROPE HOLDINGS LIMITED**
(the "**Company**")

Circulated on 4 April 2019 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the sole shareholder of the Company propose that the following resolution is passed as a special resolution (the "**Resolution**");

SPECIAL RESOLUTION

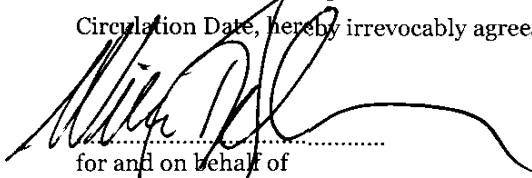
"**THAT** in accordance with section 21 of the Act, the articles of association of the Company be amended by inserting the following provision into article 8.12:

"Notwithstanding any other provision of these articles, a majority in number of the members having a right to attend and vote at a general meeting may, by memorandum in writing signed by or on behalf of them and delivered to the Company's registered office or tendered at a meeting of the directors or at a general meeting of the Company, at any time and from time to time appoint any person to be a director (either to fill a vacancy or as an additional director) or remove any director from office (no matter how such director was appointed)."

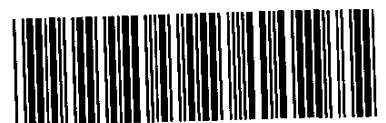
AGREEMENT

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

The undersigned, being the sole member of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:


.....
for and on behalf of
Dri-Baz Products Inc.
Dated: 4 April 2019

TUESDAY



A09 *A831PQDM* 09/04/2019 #322
COMPANIES HOUSE

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.
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 sufficient agreement has been received for the Resolution to be passed before the end of the period of 28 days beginning on the Circulation Date, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before the end of this period.