

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

Kate + Co Holdings Limited (the "Company")

CIRCULATION DATE: 21 February 2024

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole director of the Company proposes that the following resolutions are passed as written resolutions of the Company, having effect as special resolutions (the "**Resolutions**").

SPECIAL RESOLUTIONS

1. IT WAS RESOLVED that, with immediate effect the Articles of Association produced to the meeting and initialled by the chairman of the board of directors for the purpose of identification be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association ("**New Articles**").
2. IT WAS RESOLVED that 54 of the B ordinary shares of £1.00 each in the capital of the Company and registered in the name Sarah Ann Stocks be and are hereby re-designated into 54 A ordinary shares of £1.00 each having the respective rights and restrictions set out in the New Articles.

AGREEMENT

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

The undersigned, being the only person entitled to vote on the Resolutions on the date of circulation hereby irrevocably agree to the Resolutions:-

DocuSigned by:

Sarah Ann Stocks

C248D23B2EC447E

Sarah Ann Stocks

21 February 2024

Date:

WEDNESDAY



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A16

06/03/2024

#193

COMPANIES HOUSE

NOTES TO WRITTEN RESOLUTIONS

- 1 If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:-

- **By Hand:** delivering the signed copy to the registered office of the Company; or
- **Post:** returning the signed copy by post to the registered office of the Company.

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

1. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
2. Unless, within 28 days of the circulation date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
3. 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.
4. 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.