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Crumlin Investments Limited
Company Number 38958
(the "Company")

Declaration of a majority of the directors of the Company in accordance with section 206 of the Companies Act 2014

We, Francis Dunne of Hamwood Stud, Dunboyne, Co. Meath, Anne Heffernan of 46-50 South Great George's Street, Dublin 2 and Sharon McMahon of 46-50 South Great George's Street, Dublin 2 each being aged 18 years and upwards do and each of us does declare that:

1. We, the declarants, are a majority of the directors of the Company.
2. We are making this declaration at a meeting of the directors of the Company held on the date of this declaration.
3. Subject to compliance with the appropriate statutory requirements, it is proposed that the Company, as a transferor company (as defined in section 461(1) of the Companies Act 2014), together with a number of other companies, the details of which are set out in the Schedule hereto (together the "**Transferor Companies**") and Dunnes Stores (George's Street) Unlimited Company (the "**Successor Company**") would effect a merger by absorption whereby, subject to compliance with the requirements of the Companies Act 2014, the Transferor Companies will dissolve without going into liquidation and the assets and liabilities of the Transferor Companies will become the assets and liabilities of the Successor Company (the "**Proposed Merger**").
4. We note that the Proposed Merger involves the merger of a number of transferor companies into the Successor Company and that at least one of the Transferor Companies is a private company limited by shares, as required under section 462 of the Companies Act 2014.
5. The total amount of assets and liabilities of the Company as at the latest practicable date, being 26 February 2018, before the date of making of this Declaration are as follows:
 - 5.1 Assets: €16,357,218
 - 5.2 Liabilities: €16,357,217
6. We the declarants have made a full enquiry into the affairs of the Company, the Successor Company and the other Transferor Companies and, having done so, we have formed the opinion that the Successor Company will be able to pay or discharge the debts and other liabilities of the Successor Company and the Transferor Companies in full as they fall due during the period of 12 months after the Proposed Merger takes effect.
7. We make this declaration in compliance with section 206 of the Companies Act 2014.

**Schedule
The Transferor Companies**

Transferor Company Name
Cornelscourt Shopping Centre Limited
Crumlin Investments Limited
Dunnes Stores (Clonmel) Limited
Dunnes Stores (Nenagh) Limited
Dunnes Nominees Limited
Dunnes Stores (Parkway) Limited
Dunnes Stores Dublin Company Unlimited Company
Dunnes Stores Munster Company Unlimited Company
Dunnes Stores Ireland Company Unlimited Company
Dunnes Stores Financial Services Limited
Sarsfield Centre Development Company Limited
Castlebrook Investments Limited
Cassidy's Limited
Edward Lee & Co. (1974) Limited
Bests Stores Limited
J Bolger & Co. (Enniscorthy) Limited
Bolger's Stores Limited
Dunnes Stores (Henry Street) Unlimited Company
Dunnes Stores (Bray) Limited
Dunnes Stores (Cavan) Limited
Dunnes Stores (Drogheda) Limited
Dunnes Stores (Dundalk) Limited
Dunnes Stores (Galway) Limited
Dunnes Stores (Longford) Limited

Dunnes Stores (Navan) Limited
Dunnes Stores (Wexford) Limited
Ballyvolane Limited
Dunnes Stores (Better Value) Limited
Dunnes Stores (Headford Road) Limited
Dunnes Stores (Sligo) Limited
Dunnes Stores (Swan Centre) Limited
Fellhurst Limited
Interfit Limited
Josnor Limited
Maspil Limited
Mersada Limited
Oakville Limited
Varinanka Limited
Charterton Investments Limited
Barama Limited

**Crumlin Investment Limited
Company Number: 38958
(the "Company")**

Supplemental Document in accordance with section 209 of the Companies Act 2014

Subject to compliance with the appropriate statutory requirements, it is proposed that the Company, as a transferor company (as defined in section 461(1) of the Companies Act 2014) and the companies set out in the Schedule hereto (together the "**Transferor Companies**") and Dunnes Stores (George's Street) Unlimited Company (the "**Successor Company**"), would effect a merger by absorption whereby, subject to compliance with the requirements of the Companies Act 2014 the Company will dissolve without going into liquidation and the assets and liabilities of the Company will become the assets and liabilities of the Successor Company in accordance with Section 472(2) of the Companies Act 2014, on the effective date, being, 00.00 on 27 February 2018, and the transactions of the Company will be treated for accounting purposes as being those of the Successor Company from 00.00 on 27 February 2018 (the "**Proposed Merger**").

We, Frank Dunnes of Hamwood Stud, Dunboyne, County Meath, Anne Heffernan of 46-50 South Great George's Street, Dublin 2 and Sharon McMahan of 46-50 South Great George's Street, Dublin 2, being a majority of the directors of the Company at the date hereof hereby confirm that we have prepared this Supplemental Document and that the common draft terms of merger dated 26 January 2018 entered into between, *inter alia*, the Company and the Successor Company, provide for such particulars of each relevant matter as will enable each of the prescribed effects provisions, as set out in section 480(3)(a)-(i) inclusive of the Companies Act 2014, to operate without difficulty in relation to the Proposed Merger.

In the event of any conflict between this Supplemental Document and the Common Draft Terms of Merger, the provisions of this Supplemental Document shall prevail.

Schedule
The Transferor Companies

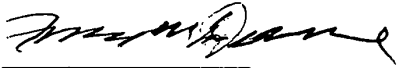
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Dunnes Stores (Parkway) Limited
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Dunnes Stores Munster Company Unlimited Company
Dunnes Stores Ireland Company Unlimited Company
Dunnes Stores Financial Services Limited
Sarsfield Centre Development Company Limited
Castlebrook Investments Limited
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Edward Lee & Co. (1974) Limited
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Fellhurst Limited
Interfit Limited
Josnor Limited
Maspil Limited
Mersada Limited
Oakville Limited
Varinanka Limited
Charterton Investments Limited
Barama Limited

Dated

26/2/

2018



Francis Dunne
Director



Anne Hefferhan
Director



Sharon McMahon
Director





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