

Company number 00210533

THE COMPANIES ACT 2006

THURSDAY




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**PRIVATE COMPANY LIMITED BY SHARES**

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**WRITTEN RESOLUTIONS  
OF  
THE WRIGLEY COMPANY LIMITED  
(the "Company")**

Circulated on  August 2011 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the resolutions below be passed as ordinary resolutions (the "Resolutions")

**ORDINARY RESOLUTIONS**

- 1 "THAT, in accordance with paragraph 42(2)(b) of Schedule 2 to the Companies Act 2006 (Commencement No 8 Transitional Provisions and Savings Order) 2008 (the "Order"), paragraph 5 of the memorandum of association of the Company, which states the authorised share capital of the Company, be and hereby is removed on and with effect from the passing of this resolution 1 "
- 2 "THAT, in accordance with paragraph 43 of Schedule 2 to the Order, the directors of the Company be and hereby are generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company in accordance with section 550 of the Act

This authority is in substitution for all previous authorities conferred on the directors of the Company in accordance with section 80 of the Companies Act 1985 or section 551 of the Act "

**AGREEMENT**

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

The undersigned, being the shareholders entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions



for and on behalf of  
**WRIGLEY UNO UK LIMITED**

for and on behalf of  
**WRIGLEY ENTERPRISES INC**

DATE 30<sup>th</sup> August 2011

DATE:

#### NOTES

- 1 You can choose to agree to both of the Resolutions or neither of them but you cannot agree to only one of them. If you agree to both Resolutions, 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 either of the Resolutions, 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 Resolutions, you may not revoke your agreement.
- 4 Unless sufficient agreement has been received for the Resolutions to be passed before the end of the period of 28 days beginning on the Circulation Date, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us by the end of this period.