

Company No: 1141857

**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
RESOLUTION IN WRITING**

of

R&B (BRISTOL) LIMITED (the "Company")

Passed the 13 February 2015

By a written resolution agreed to in accordance with Chapter 2 of Part 13 of the Companies Act 2006 by or on behalf of the required number of the members of the Company who, at the date of circulating the resolution, were entitled to vote on the resolution the following resolution of the Company was duly passed:

RESOLUTION

As a special resolution

THAT, (i) the Issued share capital of the Company be and the same is hereby reduced from £10,000 divided into 10,000 Ordinary shares of £1.00 each to £5.00 comprising 10,000 Ordinary shares of £0.0005 each and that such reduction be and the same is hereby effected by reducing the nominal value of each of the ordinary shares of £1.00 each comprised within its issued share capital to £0.0005 each registered in the name of Hazlewood Foods Limited and (ii) the preference ordinary share capital of the Company be and the same is hereby reduced from £15,000 divided into 15,000 preference ordinary shares of £1.00 each to £7.50 comprising 15,000 preference ordinary shares of £0.0005 each and that such reduction be and the same is hereby effected by reducing the nominal value of each of the preference ordinary shares of £1.00 each comprised with in its issued share capital to £0.0005 each registered in the name of Hazlewood Foods Limited.

Signed:



Director

Dated:

13/2/15



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02/03/2015

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COMPANIES HOUSE

Company No: 1141857

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

R&B (BRISTOL) LIMITED

(the "Company")

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 a special resolution as detailed below.

RESOLUTION

As a special resolution

THAT, (i) the issued share capital of the Company be and the same is hereby reduced from £10,000 divided into 10,000 Ordinary shares of £1.00 each to £5.00 comprising 10,000 Ordinary shares of £0.0005 and that such reduction be and the same is hereby effected by reducing the nominal value of each of the ordinary shares of £1.00 each comprised within its issued share capital to £0.0005 each registered in the name of Hazlewood Foods Limited and (ii) the preference ordinary share capital of the Company be and the same is hereby reduced from £15,000 divided into 15,000 preference ordinary shares of £1.00 each to £7.50 comprising 15,000 preference ordinary shares of £0.0005 each and that such reduction be and the same is hereby effected by reducing the nominal value of each of the preference ordinary shares of £1.00 each comprised within its issued share capital to £0.0005 each registered in the name of Hazlewood Foods Limited.

Dated:

AGREEMENT

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

We, the undersigned, being the persons entitled to vote on the above resolution, irrevocably agree to such resolution:

Name of Shareholder

Signature

Date of Signature

Hazlewood Foods Limited

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13 February 2015

Copy:

Auditors

NOTES

1. Shareholders who wish to agree to such resolutions should signify their agreement by signing and returning this document to Ms. J. Gacquin, 2 Northwood Avenue, Northwood Business Park, Santry, Dublin 9.
2. 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.
3. If sufficient agreement is not received by 15 days from the date of circulation of these resolutions then the resolutions will lapse and shareholders will not be able to indicate agreement after that date. If you agree to the resolutions, please ensure your agreement reaches us before that date.
4. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
5. 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.
6. 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.