

Company Number 01897751

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

ORCHARD HOUSE FOODS LIMITED

("Company")

..... 31 March 2022 (the "Circulation Date")

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

SPECIAL RESOLUTIONS

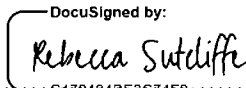
Reduction of Share Capital

- 1 **THAT** the issued share capital of the Company be and is hereby reduced from £871,412.50 to £1.00 by cancelling and extinguishing 871,324 A ordinary shares of £1.00 each and by cancelling and extinguishing all of the issued B ordinary shares of £0.01 each in the Company.
- 2 **THAT** the share premium account of the Company be and is hereby reduced from £30,055,025.00 to £zero and the amount by which the share capital is so reduced be credited to a distributable reserve.

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

DocuSigned by:


..... C479494BE3C74F8
 for and on behalf of **Orchard House Foods Bidco Limited**

Date 31 March 2022

NOTES

- 1 If you agree with 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:
 - (a) **By hand:** delivering the signed copy to Max Devine at Squire Patton Boggs (UK) LLP, 6 Wellington Place, Leeds, LS1 4AP.
 - (b) **Post:** returning the signed copy by post to Max Devine at Squire Patton Boggs (UK) LLP, 6 Wellington Place, Leeds, LS1 4AP.
 - (c) **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to Max.Devine@squirepb.com. Please enter "Written Resolutions – Orchard House Foods Limited" in the e-mail subject box.
- 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 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 4 Unless, by 28 days following the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
- 5 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.