

COMPANY NUMBER: 2506007

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTION(S) OF DAVID LIMITED

(PASSED 2ND NOVEMBER, 1993)

At an Extraordinary General Meeting of the Company held at United Biscuits Group Headquarters on 2nd November, 1993 the first and third resolutions set out below were passed as Special Resolutions and the second resolution was passed as an Ordinary Resolution:-

1. That the name of the Company be altered to:-

United Biscuits (UK) Limited

2. **Increase of Share Capital**

That the authorised share capital of the Company be and is hereby increased from £1,000 to £10,000,000 by the creation of 9,999,000 ordinary shares of £1.00 in the capital of the Company having the rights and subject to the restrictions contained in the Articles of Association of the Company to rank pari passu in all respects with the existing ordinary shares of the Company.

3. **Authority to allot shares**

That the directors be and are hereby generally and unconditionally authorised pursuant to Section 80 Companies Act 1985 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount of the authorised but unissued share capital of the Company at the date of passing of this resolution provided that the authority hereby given

- 3.1 shall expire five years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of any offer or agreement to do so made by the Company before the expiry of this authority;
- 3.2 shall (in accordance with Section 95(1) Companies Act 1985) be exercised as if Section 89 (1) Companies Act 1985 did not apply to any allotment hereunder.



CHAIRMAN