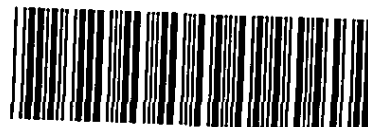


Number of Company. 2614349

The Companies Act 1985

THURSDAY



A11

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06/03/2014

#204

COMPANIES HOUSE

**COMPANY LIMITED BY SHARES**

**SPECIAL RESOLUTION**  
(pursuant to Section 378 of the Companies Act 1985)

**OF**

**GREENCORE UK HOLDINGS PLC**

**passed**

**AT AN EXTRAORDINARY GENERAL MEETING** of the above named Company, duly convened and held at 42-46 High Street, Esher, Surrey, KT10 9QY on 1 day of August 2000, the subjoined **SPECIAL RESOLUTION** was duly passed viz:

**RESOLUTION**

**THAT** the Memorandum of Association of the Company be amended in the manner following, that is to say;

a) by the adoption of a new Clause 4(H) namely -

"To engage in currency exchange, interest rate and/or commodity or index linked transactions (whether in connection with or incidental to any other contract, undertaking or business entered into or carried on by the company or whether as an independent object or activity) including, but not limited to, dealings in foreign currency, spot and forward rate exchange contracts, futures, options, forward rate agreements, swaps, caps, floors, collars, commodity or index linked swaps and any other foreign exchange, interest rate or commodity or index linked arrangements and such other instruments as are similar to or derive from any of the foregoing whether for the purpose of making a profit or avoiding a loss or managing a currency or interest rate exposure or any other purpose and to enter into any contract for and to exercise and enforce all rights and powers conferred by or incidental, directly or indirectly, to such transactions or termination of any such transactions."

b) By renumbering the existing Clauses 4(H) to (V) inclusive as Clauses 4(I) to (W)

Signature: \_\_\_\_\_

To be signed by the  
Chairman, a Director or  
the Secretary of the  
Company