

COMPANY NO: 3469551

**THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION
OF
PLANTERS UK LIMITED ('THE COMPANY')**

CIRCULATION DATE: 19TH MARCH 2014

SPECIAL RESOLUTION

- 1 That the issued share capital of the Company be reduced from 25,000 ordinary shares of £1 each, to 1 ordinary share of £1 each by cancelling and extinguishing 24,999 ordinary shares of £1 each and that such reduction shall take effect upon registration of a copy of the required directors' solvency statement, a statement of capital and a copy of this resolution by the Registrar of Companies

AGREEMENT

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

We, the undersigned, being the persons entitled to vote on the above resolutions hereby irrevocably agree to the Special Resolutions

Signed by

A. J. Macleod . (ANREW JOHN MACLEOD)

For and on behalf of Tropicana United Kingdom Limited
19th March 2014



NOTES

- 1 If you agree with the Special Resolution 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

- **By Hand** delivering the signed copy marked "For the attention of the Company Secretary, Planters UK Limited, 1600 Arlington Business Park, Theale, Reading, Berkshire, RG7 45A"
- **Post** returning the signed copy by post marked "For the attention of the Company Secretary, Limited, Planters UK Limited, 1600 Arlington Business Park, Theale, Reading, Berkshire, RG7 45A"

If you do not agree to the Special Resolution, you do not need to do anything, you will not be deemed to agree if you fail to reply

- 2 Once you have indicated your agreement to the resolution, you may not revoke your agreement
- 3 Unless, within 28 days of the circulation date above, sufficient agreement has been received for the resolution to pass, it will lapse. If you agree to the resolution, please ensure that your agreement reaches us before or during this date
- 4 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