

Company no. 03636168

NOBLE FOODS LIMITED

(the "Company")

WRITTEN RESOLUTIONS: CIRCULATED ON 17 MARCH 2019

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16/12/2022

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COMPANIES HOUSE

Note: This document is important and requires your immediate attention.
Please read the explanatory statement to members before signifying your agreement to the resolutions in this document.

EXPLANATORY STATEMENT TO MEMBERS

1. Nature of written resolutions

This document contains proposed written resolutions of the Company for approval by you as a member of the Company. The resolutions are proposed as special resolutions and each require members holding more than 75 per cent of the total voting rights of members entitled to vote on such resolutions to vote in favour of them to be passed.

2. Period to approve written resolutions

If the Company has not received the necessary level of members' agreement to pass the resolutions **16 APRIL** 2019 (being 28 days from the date the resolutions were first circulated to members), the resolutions will lapse.

3. Action required if you wish to approve the resolutions:

- (a) Please signify your agreement to the resolutions by completing your details and signing and dating the document in the boxes provided and returning it to the Company by delivering your signed and dated document by hand or by post to the Company's registered address marked "For the attention of the directors".
- (b) **Once you have signified your agreement to the resolutions, you cannot revoke it.** Please ensure that your agreement reaches us no later than the close of business on **16 APRIL** 2019.
- (c) If you are signifying agreement to the resolutions 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 to the Company at the same time as you signify your agreement to the resolutions and in any event by no later than the close of business **16 APRIL** 2019.

4. Action required if you do not wish to agree to the resolutions:

You do not have to do anything. Failure to respond will not be treated as agreement to the resolutions.

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

NOBLE FOODS LIMITED (the "Company")

Written resolutions of the Company pursuant to chapter 2 part 13 of the Companies Act 2006 (the "Act") proposed by the directors of the Company, proposed as special resolutions as detailed below:

SPECIAL RESOLUTION

That the Company's articles of association be amended by insertion of a new Article 7 as follows:

- 7.1 Notwithstanding anything contained in these Articles, the Company shall have no present or future lien on any share, dividend or moneys payable in respect of shares which have been mortgaged, charged or pledged by way of security to a Secured Party and any lien conferred pursuant to these Articles shall not apply in respect of any such share, dividend or moneys payable.
- 7.2 If there is any inconsistency between any provision of this Article 7 and any provision of any other article or regulation, the provision of this Article 7 shall apply.

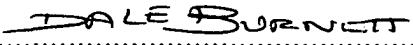
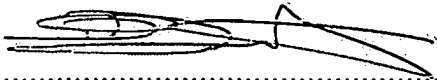
"Secured Party" means, in respect of any shares, any bank, institution or other entity or person to which such shares have been mortgaged, charged or pledged (or in favour of which any other security interest in such shares has been created) and any nominee, agent or trustee for any such entity or person."

Circulation date: 19 MARCH 2019

Registered office: Cotswold Farm, Standlake, Witney, Oxfordshire, England OX29 7RB

Agreement to written resolutions

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

Name of member:	NOBLE FOODS HOLDINGS LIMITED	
Name of signatory, signing on behalf of the member as a director of the member:	 <i>Block capitals please</i>	
Signed by a director of the member on behalf of the member:		Dated: 19 MARCH 2019