

Company Number: 03720071

PRIVATE COMPANY LIMITED BY SHARE
WRITTEN RESOLUTION
OF
FRESH TRADING LIMITED (the "Company")

THURSDAY



Circulation date 11 May 2010

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the **Act**), the directors of the Company propose that the following resolution (the **Resolution**) is passed as special resolution by the members of the Company

SPECIAL RESOLUTIONS

- 1 THAT 233,232 of the 'A' ordinary shares issued in the name of Barclays Wealth Trustees (Guernsey) Limited as trustee of the Fresh Trading Limited Employee Benefit Trust be converted into fully paid ordinary shares on a one for one basis having the rights and being subject to the restrictions attached to such ordinary shares under the articles of association of the Company

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

The undersigned, being persons entitled to vote on the Resolution on 11 May 2010, hereby irrevocably agree to the Resolution

Adam Balon

Dated _____ 2010

Richard Reed

Dated _____ 2010

Jonathan Wright

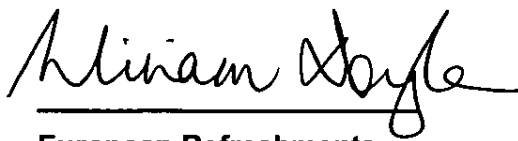
Dated _____ 2010

Maurice Pinto

Dated _____ 2010

Jules Hydleman

Dated 13th May 2010



European Refreshments

Dated _____ 2010

**Barclays Wealth Trustees
(Guernsey) Limited as trustee
of the Fresh Trading Limited
Employee Benefit Trust**

Dated _____ 2010

Notes:

- 1 If you agree to the Resolution, please indicate your agreement by signing and dating this document above and then return it to the Company by delivering it by hand to or posting it to Joelson Wilson LLP, 30 Portland Place, London W1B 1LZ
- 2 If you do not agree to the Resolution you do not need to do anything you will not be deemed to have agreed to the Resolution by failing to reply
- 3 Once you have indicated your agreement to the Resolution you may not revoke that agreement
- 4 Unless before 2 June 2010 sufficient agreement has been received for the Resolution to pass, the Resolution will lapse If you do agree to the Resolution, please therefore ensure that this document, duly signed and dated as explained in Note 1 above, is received by Philip Olm of Joelson Wilson LLP **before** 2 June 2010

- 5 If you are signing this document on behalf of a person under a power of attorney or other similar authority, you must send a certified copy of that power of attorney or other authority when returning this document