

Company Number: 04383801

THE COMPANIES ACT 2006
(the "Act")

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

THE BODYCHEF LIMITED

(the "Company")

FRIDAY



A25 *A4BSX1BD* #358
17/07/2015
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as an ordinary resolution and a special resolution (as indicated):

ORDINARY RESOLUTION

- 1 THAT, in accordance with section 551 of the Act, the directors of the Company who may be appointed from time to time (the "Directors") be generally and unconditionally authorised to allot shares in the Company up to an additional 362,757 B ordinary shares of £0.01 each (having an aggregate nominal value of £3,627.57) provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

SPECIAL RESOLUTIONS

- 2 THAT, subject to the passing of resolution 1 above and in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as

defined in section 560 of the Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall:

- 2.1 be limited to the allotment of equity securities up to an aggregate nominal amount of £3,627.57; and
- 2.2 expire on the fifth anniversary of this resolution (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

Agreement to the resolutions

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

The undersigned, being all the persons entitled to vote on the above resolutions on the date of circulation of them by the Company, irrevocably vote in favour of them as indicated.

Jayne Ritchie

Date

Russell Ritchie

Date


Ian Hetherington

17 June 2015
Date

Gareth Voyle

Date

Stephen Draisey Date

Keith Foreman Date

Mark Martin Date

Mark Hodson Date

Brian Daniel Date

Richard Howes Date

Anita Barker Date

Paul Marrow Date

NOTES

- 1 The date of circulation of the attached resolutions is 17 June 2015. Unless the resolutions are passed before the end of the period of 28 days beginning with that date, they will lapse.
- 2 Please indicate your agreement to the resolutions by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - a by hand - by returning the signed copy by hand delivery to Ian Hetherington; or
 - b. by post - by posting the signed copy to Ian Hetherington at the Company's registered office address; or
 - c. by e mail - by scanning a copy of the signed document and e-mailing it to Ian Hetherington at lhethering@aol.com.
- 3 If you do not support the resolutions you do not need to do anything. You will not be deemed to agree if you fail to reply.

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- 4 Once you have indicated your agreement to the resolutions, you may not withdraw your agreement.
 - 5 If you are signing this document 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 when returning this document.

Stephen Draisey

Date

Keith Foreman

Date



Mark Martin

Date

17/6/15

Mark Hodson

Date

Brian Daniel

Date

Richard Howes

Date

Anita Barker

Date

Paul Marrow

Date

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