

Company Number 04383801

THE COMPANIES ACT 2006  
(the "Act")

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A PRIVATE COMPANY LIMITED BY SHARES

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WRITTEN RESOLUTION  
of  
THE BODYCHEF LIMITED  
(the "Company")

FRIDAY



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution of the holders of the B ordinary shares of £0.01 each in issue in the Company in accordance with articles 10.4 and 10.5 of the Company's articles of association:

**SPECIAL RESOLUTION**

THAT, on the passing of this resolution, we the holders of all the B ordinary Shares of £0.01 each in issue in the capital of the Company (on the date of circulation of this written resolution) hereby consent as required under article 10.4 to the proposed allotment of 362,757 B ordinary shares of £0.01 each in the capital of the Company to Gareth Voyle which, as an alteration in the share capital of the Company, is deemed (pursuant to article 10.5 of the Company's articles of association) to constitute a variation of the rights attached to the B ordinary shares in the capital of the Company.

**Agreement to the resolution**

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

The undersigned, being all of the holders of the B ordinary shares in issue in the Company on the date of circulation of the resolution by the Company, irrevocably votes in favour of it as indicated.

Ian Hetherington

Date

Gareth Voyle

Date

Stephen Draisey

Date

Keith Foreman

Date

Mark Martin

Date

  
Mark Hodson

17 June 2015  
Date

Brian Daniel

Date

Richard Howes

Date

Anita Barker

Date

Paul Marrow

Date

#### NOTES

- 1 The date of circulation of the attached resolution is 17 June 2015  
Unless the resolution is passed before the end of the period of 28 days beginning with that date, it will lapse.

- 2 Please indicate your agreement to the resolution 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 [ihethering@aol.com](mailto:ihethering@aol.com).
- 3 If you do not support the resolution you do not need to do anything. You will not be deemed to agree if you fail to reply
- 4 Once you have indicated your agreement to the resolution, 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.