

COMPANY NO. 5014179

**PREMIER FOODS INVESTMENTS NO.1 LIMITED**  
(the *Company*)

**Private Company Limited by Shares**

**WRITTEN RESOLUTIONS**

The directors of the Company propose that the following resolutions (the *Resolutions*) be passed as written resolutions of the Company under Chapter 2 of Part 13 of the Companies Act 2006 (the *Act*). The Resolutions are proposed as special resolutions.

**1. SPECIAL RESOLUTION**

**THAT** the issued share capital of the Company be reduced by cancelling and extinguishing 136,069,449 ordinary shares of £1.00 each (the *Capital Reduction Resolution*).

**2. SPECIAL RESOLUTION**

**THAT** the directors of the Company be and are hereby authorised on behalf of the Company to sign and/or despatch any documents or notices and to do all other acts or things as may be necessary to give effect to the Capital Reduction Resolution or which might otherwise be desirable in connection therewith.

**AGREEMENT**

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

The undersigned, the person entitled to vote on the Resolutions on 11 January 2021, hereby irrevocably agrees to the Resolutions and confirm that we have received a copy of the Solvency Statement at or before the time we received the copy of the Capital Reduction Resolution as required by 642(2) of the Act.

.....  
on behalf of Premier Foods plc



.....  
Duncan Leggett, Director

11 January 2021

Date: .....

WEDNESDAY



A09 \*A9W2C709\* 13/01/2021 #292  
COMPANIES HOUSE

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**NOTES:**

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above, and returning the original and a copy to Simon Wilbraham by hand or by post at Premier House, Centrium Business Park, Griffiths Way, St. Albans, Hertfordshire, AL1 2RE or by email to [companysecretary@premierfoods.co.uk](mailto:companysecretary@premierfoods.co.uk).
2. If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, by 8 February 2021, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
5. By signing the Resolutions you consent to a copy of the Resolutions being sent to the Company's auditor, KPMG LLP for the attention of Polina Nikolaev, at 15 Canada Square, London, E14 5GL for information purposes.