

THE COMPANIES ACT 2006

WRITTEN RESOLUTIONS

of

SIF PRIME FOODS LIMITED

(the "Company")

(Company Number: 5301923)

FRIDAY



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17/06/2011

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COMPANIES HOUSE

Circulation date: 16 June 2011

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions (the "**Resolutions**") are passed as special resolutions of the Company

SPECIAL RESOLUTIONS

- 1 THAT the Company re-register as a public company and that the name of the Company be changed to "Labeyrie Fine Foods PLC"
- 2 THAT, pursuant to section 21(1) of the Companies Act 2006 (the "**Act**"), the Articles of Association of the Company be deleted in their entirety and the regulations contained in the document appended to these Resolutions (and, for the purpose of identification, signed by the Chairman) be approved and adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association of the Company (including the relevant provisions of the Company's Memorandum of Association that would otherwise be treated as provisions of the Articles of Association under section 28 of the Act)

We, the undersigned, being the sole member of the Company entitled to vote on the Resolutions on 16 June 2011, hereby irrevocably agree to the Resolutions

Xavier GOVARE

(Authorised signatory for and on behalf of Alfesca hf)

16 June 2011.

Date

NOTES

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company in hard copy to Fairfield House, Fairfield Road, Warminster, Wiltshire BA12 9DA (marked for the attention of the Company Secretary)
2. If, by 28 days following the circulation date set out above, sufficient agreement has not been received in order to pass the Resolutions, the Resolutions will lapse. If you agree to the Resolutions, please ensure that your agreement reaches the Company on or before this date.
3. 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