

Company number: 08676228

**PRIVATE COMPANY LIMITED BY SHARES**

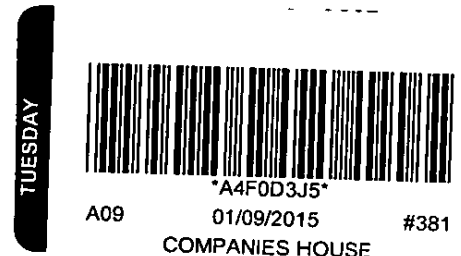
**WRITTEN RESOLUTION**

-of-

**MARMALADE LTD**

(Company)

Circulation Date: *27 August* 2015



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the below resolution be passed as a special resolution of the Company (**Resolution**)

**SPECIAL RESOLUTION**

THAT the granting by the Company of the replacement enterprise management incentive share options to Andrew Martin, Ian Russell Graham and Jeanne Atkinson, being employees of Provisional Marmalade Limited, a subsidiary of the Company, under the replacement option agreements attached to this Resolution be approved

**AGREEMENT**

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 the Circulation Date, hereby irrevocably agree to the Resolution

Signed by **Catherine Helen Moger**

Dated

Signed by **Adam Dominic Derwent Moger**

Dated

*[Signature]*  
*27 August 2015*

Signed by **Jemima Jane Munro**

Dated

Signed by **David James Frankland**

Dated

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Dated

*Helen Moger*  
*27 August 2015*

Signed by **Adam Dominic Derwent Moger**

Dated

Signed by **Jemima Jane Munro**


Dated

Signed by **David James Frankland**

Dated

Signed by **Crispin Garth Derwent Moger**

Dated



27 August 2015

Signed by **Nicholas Moger**

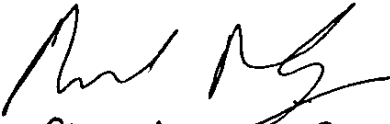
Dated

Signed by **Crispin Garth Derwent Moger**

Dated

Signed by **Nicholas Moger**

Dated

  
27 August 2015

## NOTES

1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods

**By Hand** delivering the signed copy to Crispin Moger

**Post** returning the signed copy by post to Marmalade Ltd, 2 Bramhall Place, Storeys Bar Road, Peterborough, Cambridge, PE1 5YS

If you do not agree to the Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply

2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement

3 Unless, within 28 days of the date of circulating this Resolution, sufficient agreement has been received for the Resolution to pass, it will lapse If you agree to the Resolution, please ensure that your agreement reaches us before or during this date

4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company Seniority is determined by the order in which the names of the joint holders appear in the register of members

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