

Company No: 08811000

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
COPY WRITTEN RESOLUTIONS
of
REMEO GELATO LTD
("Company")
PASSED ON 29 June 2022

In accordance with the written resolution procedure in chapter 2 of part 13 of the Companies Act 2006, the following resolutions were duly passed on 29 June 2022 as ordinary and special resolutions as indicated below:

SPECIAL RESOLUTION

1. THAT the draft regulations attached to these written resolutions be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

ORDINARY RESOLUTIONS

2. THAT the 5,457 A issued ordinary shares of £1 each in the capital of the Company set out in column 2 in the table below, held by the shareholders listed in column 1 opposite the number of A issued ordinary shares in the table below:

SHAREHOLDER	A SHARES TO BE CONVERTED INTO B SHARES
Food Capital Ventures Srl	2,024
Chris Watson	991
Fabrizio Lombardo	906
Lorenzo Barbera	361
Erredi Invest Spa	343
Guido Grimaldi	294

Emanuele Cordero di Vanzo	129
Davide Frigerio	117
Georg Gruber	100
Placido Arango Garcia-Urtiaga	192


be and are hereby redesignated as B ordinary shares of £1 each in the capital of the Company having the rights and being subject to the restrictions set out in the articles of association adopted pursuant to resolution 1.

3. THAT, in accordance with section 551 of the Act, the directors be unconditionally authorised to allot B ordinary shares of £1 each in the capital of the Company, up to an aggregate nominal amount of £1,396.00, each having the respective rights and subject to the respective restrictions set out in the articles adopted pursuant to resolution 2. Unless renewed, varied or revoked by the Company, this authority shall expire on the date that is four years from the date this resolution is passed, 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.

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the Act.

SPECIAL RESOLUTION

4. THAT, in accordance with section 571 of the Act and subject to the passing of resolution 3 above, the directors of the Company be given the general and unconditional authority to allot, for cash, the shares set out in resolution 3, up to an aggregate nominal amount of £1,396.00, as if section 561(1) of the Act did not apply to any such allotment.

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 Director