

Company number 14707753

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

Foodway Holdings Limited (**Company**)

21.03.2023 \_\_\_\_\_ (**Circulation Date**)

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following written resolutions are passed either as an ordinary resolution or a special resolution, as stated below (**Resolutions**).

#### ORDINARY RESOLUTION

##### 1. AUTHORITY TO ALLOT

THAT, in accordance with section 551 of the Companies Act 2006 (**CA 2006**), the directors of the Company (**Directors**) be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £6,667 divided into 6,667 ordinary shares of £1.00 each provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date which is six months after the Circulation Date 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 revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

#### SPECIAL RESOLUTION

##### 2. DISAPPLICATION OF PRE-EMPTION RIGHTS

THAT, subject to the passing of resolution 1 and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall:

- 2.1 be limited to the allotment of equity securities up to an aggregate nominal amount of £6,667.00; and
- 2.2 expire on the date which is six months after the Circulation Date (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.




## AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions:

Signed by Kaushik Patel as  
director on behalf of Foodway Holdings Limited:



DocuSigned by:  
  
C0FA61EF621A487...  
Sole Shareholder,  
Aruna Patel

## NOTES

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

- **By hand or by post:** delivering the signed copy to the Directors, Foodway Holdings Limited, c/o Sara Carpenter at gunnercooke LLP, 1 Cornhill, London EC3V 3ND
- **Email:** by attaching a scanned copy of the signed document to an email and sending it to sara.carpenter@gunnercooke.com. Please type "Written resolutions re £6,667 allotment and waiver" in the email subject box.

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.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless by the date which is 28 days after the Circulation Date, sufficient agreement is received for the Resolution to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.