

Company Number NI59894

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

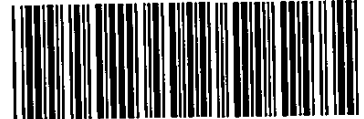
NIFTY NOSH LIMITED

(the "Company")

CIRCULATION DATE – 6 July 2015

(the "Circulation Date")

WEDNESDAY



A4C500KO

A17

22/07/2015

#30

COMPANIES HOUSE

We, the undersigned, being members for the time being of the Company entitled to receive notice of and to attend and vote at general meetings, pursuant to the Companies Act 2006 (the "Act") and/or the articles of association of the Company (the "Articles"), hereby pass resolution 1 as an ordinary resolution and resolution 2 as a special resolution (together the "Resolutions")

ORDINARY RESOLUTION

1. **THAT**, the directors of the Company are generally and unconditionally authorised in accordance with section 551 of the Act and in substitution for any existing authority conferred on them to exercise all the powers of the Company to allot 2,326 ordinary shares of £0.02 each in the Company at a price of £0.02 per ordinary share (the "Ordinary Shares"), such Ordinary Shares having the respective rights and being subject to the conditions set out in the Articles up to an aggregate nominal amount of £23,26 for a period of 5 years from the date of this resolution save that in accordance with section 551(7) of the Act the Company may before the expiry of such period make an offer or agreement which would or might require Ordinary Shares to be allotted after such expiry and the directors may allot Ordinary Shares pursuant to such offer or agreement as if this authority had not expired.

SPECIAL RESOLUTION

2. **THAT**, the members hereby waive any and all pre-emption rights and other rights that they have to restrict the proposed allotment of shares referred to at 1 above, whether such rights have been granted to them by virtue of the articles of association of the Company or otherwise howsoever.

AGREEMENT

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

The undersigned persons, being the members entitled to vote on the Resolution on the Circulation Date hereby irrevocably agree to the Resolutions:

Signed: _____

CIARAN LYNCH

Date: 6.7.15

Signed: _____

BARRY LYNCH

Date: 6.7.15

Signed: _____

DONALD HACKETT acting by his Attorney CATHY MURPHY

Date: 6.7.15

Signed: _____

PATRICK TRAYNOR acting by his Attorney CATHY MURPHY

Date: 6.7.15

Signed: _____

BERNARD BOYLE

Date: 6.7.15

Signed: _____

ENDA COYLE acting by his Attorney BARRY LYNCH

Date: 6.7.15

Signed: _____

PETER QUINN

Date: 6.7.15

Signed: _____

GUISEPPE FALLONE

Date: 6.7.15

Signed: _____

JOHN ELWOOD

Date: 6.7.15

Signed: _____

KEVIN LAGAN

Date: 6.7.15

Signed: _____

MICHAEL LAGAN acting by his Attorney KEVIN LAGAN

Date: 6.7.15

Signed: Jan [Signature]

BRENDAN VALLELY

Date: 6.7.15

Signed: Suneil [Signature]

SUNEIL SHARMA

Date: 6.7.15

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 the Company Secretary at the registered office address;
 - **Post:** returning the signed copy by post to the Company Secretary at the registered office address;
 - **Fax:** returning the signed copy by fax to the Company Secretary at the registered office address marked "For the attention of the Company";
 - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to cathy.murphy@edglegal.com.
2. 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.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless 28 days of the Circulation Date 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.
5. 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.
6. 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 when returning this document.