

Company Number NI066355

THE COMPANIES ACT 2006

A PRIVATE LIMITED COMPANY HAVING A SHARE CAPITAL

WRITTEN RESOLUTION

of

BRAKES FOODSERVICE NI LIMITED (Company)

26 JUNE

2020 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole member of the Company has required the directors of the Company to propose that the resolution below is passed as a special resolution of the Company (**Resolution**).

SPECIAL RESOLUTION

THAT the draft articles of association attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

AGREEMENT

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

The undersigned, the sole person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution.

Signed by **MICHAEL BALL**, a
director, for and on behalf of Brake Bros Limited



Date

26 JUNE 2020



NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by attaching a scanned copy of the signed document to an email and sending it to Sarah.Whibley@sysco.com.

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 sufficient agreement has been received for the Resolution to pass by 28 days following the Circulation Date it will lapse. If you agree to these Resolution, please ensure that your agreement reaches us as soon as possible.
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.