

MRC STROYAN  
C. STROYAN

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**COMPANY NUMBER: 02565953**

**WRITTEN RESOLUTION**

**OF**

**NEW ENGLAND SEAFOOD INTERNATIONAL LIMITED (THE "COMPANY")**

8 May 2015

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that the following resolutions are passed as special resolutions (the "**Written Resolutions**")

**1. SPECIAL RESOLUTION – TRANSFER OF SHARES**

**THAT** the transfer of 20,000 'A' ordinary shares of £0 10 ("**A Shares**") each in the capital of the Company by James Robinson to Michael Stroyan be authorized and that the restrictions set out in Article 12 of the articles of association of the Company shall not apply to such transfer, nor the acquisitions of A Shares referred to in resolutions 2 and 3 below

**2. SPECIAL RESOLUTION – DANIEL AHERNE**

**THAT** the terms of a contract proposed to be made between the Company and DANIEL AHERNE for the purchase by the Company of 300 A Shares for a total consideration of £30 00 as set out in the contract attached ("**Aherne Purchase Contract**") be approved and the Company be authorised to enter into the Aherne Purchase Contract

**3. SPECIAL RESOLUTION – JAMES ROBINSON**

**THAT** the terms of a contract proposed to be made between the Company and JAMES ROBINSON for the purchase by the Company of 9,500 A for a total consideration of £950 as set out in the contract attached ("**Robinson Purchase Contract**") be approved and the Company be authorised to enter into the Robinson Purchase Contract

**AGREEMENT**

SATURDAY



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A24

06/06/2015

#210

COMPANIES HOUSE

(A)

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

The undersigned, persons entitled to vote on the Resolution on 8 May 2015 hereby irrevocably agree to the Resolution

Signed by ANDREW CRAWFORD

Date

Signed by MICHAEL STROYAN

Date

*M. Stroyan*

08/05/15

Signed by JOHANNA ROPNER

Date

X *Johanna Ropner* X

08/05/15

Signed by SOPHIE CRAWFORD

Date

Signed by CATHERINE STROYAN

Date

*Catherine Stroyan*

08/05/15

Signed by DANIEL AHERNE

Date

*D. Ahern*

08/05/15

Signed by JAMES ROBINSON

Date

*James Robinson*

08/05/15

NOTES

- 1 If you agree to the Resolution being passed, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company, for the attention of Iain Imray, using one of the following methods

- **By Hand** ~~delivering the signed copy~~ to 48 Cox Lane Chessington-KT9 1TW
- **Post** returning the signed copy by post to 48 Cox Lane Chessington KT9 1TW .
- **E-mail** by attaching a scanned copy of the signed document to an e-mail and sending it to [ian.imray@neseafood.com](mailto:ian.imray@neseafood.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 If sufficient agreement to the Resolution has not been received by 28 days after the date on which the Resolution has been circulated, the resolution shall lapse
- 4 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

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Signed by ANDREW CRAWFORD

X *AL TM Caw* X  
08/05/15

Date

Signed by MICHAEL STROYAN

Date

Signed by JOHANNA ROPNER

Date

Signed by SOPHIE CRAWFORD

X *Sophie Crawford* X  
08/05/15

Date

Signed by CATHARINE STROYAN

Date

Signed by DANIEL AHERNE

Date

Signed by JAMES ROBINSON

Date

NOTES

## NOTES

- 1 If you agree to the Written Resolutions being passed, 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 Joelson Wilson LLP, 30 Portland Place, London W1B 1LZ (FAO Digby Koe)
- **Post** returning the signed copy by post Joelson Wilson LLP, 30 Portland Place, London W1B 1LZ (FAO Digby Koe)
- **Fax** faxing the signed copy to 02075802251 marked "For the attention of "Digby Koe"
- **E-mail** by attaching a scanned copy of the signed document to an e-mail and sending it to [dmbk@joelsonwilson.com](mailto:dmbk@joelsonwilson.com) Please enter "Written Resolutions dated 2015" in the e-mail subject box

If you do not agree to the Written 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 Written Resolutions, you may not revoke your agreement
3. If sufficient agreement to the Written Resolutions has not been received by 28 days after the date on which the Written Resolutions has been circulated, the resolutions shall lapse
- 4 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