

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

FRONERI LIMITED

(Registered Number 10136349)

(the "Company")

23 February 2018 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolution (the "Resolution") is passed as an ordinary resolution by way of written resolution of the Company.

"ORDINARY RESOLUTION

THAT, in substitution for all existing outstanding and unutilised authorities conferred on the directors in accordance with section 551 of the Act but (for the avoidance of doubt) without prejudice to any allotments of shares already made or offered or agreed to be made or offered pursuant to such authorities, for the purposes of section 551 of the Act, the directors are authorised generally and unconditionally to allot, without the authority of the Company in general meeting, 407 C ordinary shares of €0.01 each in the capital of the Company and 293,447 preference shares of €0.01 each in the capital of the Company at any time or times from the date of passing of this Resolution until the date occurring five years after such date. The aforesaid authority may be revoked or varied by the Company in general meeting and may be renewed by the Company in general meeting for a further period not exceeding five years. The Company may make any offer or agreement before the expiry of this authority which would or might require relevant securities to be allotted after this authority has expired and the directors may allot relevant securities in pursuance of any such offer or agreement notwithstanding the expiry of this authority. In this Resolution, references to the allotment of shares shall include the grant of rights to subscribe for, or to convert any security into, shares."

AGREEMENT

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

TUESDAY



A70MWZPR
A16 27/02/2018 #90
COMPANIES HOUSE

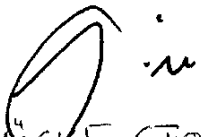
We, the undersigned, being the persons entitled, as at the Circulation Date, to vote on the Resolution hereby irrevocably agree to the Resolution.


For and on behalf of
Nestlé S.A.

Date: 2017

For and on behalf of
Nestlé France SAS

Date: 2017


STUCKE, CFO


KUHNBRANDT, GC


For and on behalf of
Nestlé Unternehmungen Deutschland GmbH

Date: 23 February 2018

For and on behalf of
Riviera Topco S.à r.l.

Date: 2017

We, the undersigned, being the persons entitled, as at the Circulation Date, to vote on the Resolution hereby irrevocably agree to the Resolution.



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Date: 23 February 2018

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Date: 2017

For and on behalf of
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Date: 2017

For and on behalf of
Riviera Topco S.à r.l.

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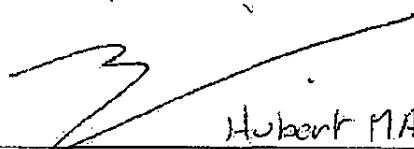
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Date: 2017

For and on behalf of
Nestlé France SAS

Date:



Hubert MARCHAND

For and on behalf of

Nestlé France SAS

Date: 23 February 2018

For and on behalf of
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Date: 2017

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Date: 23 February 2018