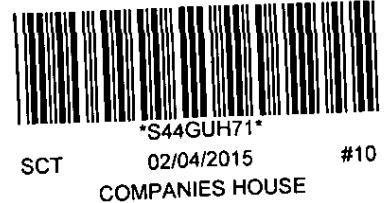


THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
COPY WRITTEN RESOLUTIONS
of
STRATHAIRD LIMITED
("Company")

THURSDAY



PASSED ON 1 April 2015

In accordance with the written resolution procedure in Chapter 2 of Part 13 of the Companies Act 2006, the following resolutions were duly passed on 1 April 2015 as special resolutions as indicated below and the approval of such resolutions by the holders of any class of share in the Company also constituted their consent as the holder of that class of shares to the passing of the resolutions below and to any variations to or abrogation of the rights of that class of shares resulting from the resolutions:

SPECIAL RESOLUTION

1. **That:**

- 1.1 a distribution in specie in favour of the Company's sole member Neptune Holdings UK Limited ("Neptune") ("Distribution") of all of the Company's right, title and interest in (i) a debt of £10 owing to the Company from Young's Seafood Limited and (ii) a debt of £4,702,800 owing to the Company from Findus UK Group Limited, be and is hereby approved, declared and/or confirmed for all purposes;
- 1.2 none of the directors of the Company shall infringe his or her duty to avoid a situation in which he or she has or could have a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company as a result of the Company declaring and satisfying the Distribution or otherwise entering into any documentation on behalf of the Company in connection with the Distribution; and
- 1.3 each and all directors of the Company are hereby authorised to:
 - 1.3.1 take, for and on behalf of the Company, all such steps as are necessary or expedient in connection with the declaration and satisfaction of the Distribution to Neptune; and
 - 1.3.2 execute and deliver, for and on behalf of the Company, all and any notices and documents as are necessary or expedient in connection with the declaration and satisfaction of the Distribution to Neptune.

A handwritten signature in black ink, appearing to be "M. P. R.", written over a dotted line.

Director/Secretary