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Company Number: 1072921

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION OF THE MEMBER**  
**of**  
**PIZZA HUT (U.K.) LIMITED**  
**(the "Company")**

Pursuant to chapter 2 of part 13 of Companies Act 2006 (the "Act"), the following resolution (the "Resolution") is proposed by the directors as a special resolution and is first circulated to the sole member of the Company on 19 December 2017 (the "Circulation Date").


**SPECIAL RESOLUTION**

1. **THAT**, the issued share capital of the Company be reduced from £71,505,000 to £715,050 by cancelling and extinguishing capital to the extent of £0.99 on each issued fully paid up ordinary share of £1.00 each in the Company and reducing the nominal value of each issued fully paid up ordinary share from £1.00 to £0.01 and the amount by which the share capital is so reduced be credited to a distributable reserve of the Company.

**AGREEMENT OF MEMBER**

We, being the sole shareholder entitled to vote on the Resolution on the Circulation Date, irrevocably agrees to the Resolution:

**SIGNED** by a director on behalf of  
**PHH 2 LIMITED**

) Signature.....  
)  
) Print Name.....*Jens Hofma*

