

Company Number: 1081647

**WRITTEN RESOLUTION**

OF

BR OLD CO LIMITED

(the "Company")

**Dated: 11 September 2012**

We, the undersigned, being the sole member of the Company who, at the date this resolution is circulated, would have been entitled to vote on the resolution, hereby pass the following Resolution as a Special Resolution of the Company pursuant to Chapter 2 or Part 13 of the Companies Act 2006 and confirm that such Resolution shall be as valid and effective as if it had been passed at a General Meeting of the Company duly convened and held

**SPECIAL RESOLUTION**

THAT the Company's issued share capital be reduced from 12,159,400 ordinary shares of £1 00 each to 400 ordinary shares of £1 00 each by cancelling and extinguishing 12,159,000 ordinary shares of £1 00 each

For and on behalf of Hilldown Ambient Foods Group Limited



Director

SATURDAY



\*A1HHS9ES\*  
A29 15/09/2012 #269  
COMPANIES HOUSE

**INFORMATION REQUIRED TO COMPLY WITH SECTION 293(4) OF THE COMPANIES ACT  
2006**

- 1 Hillsdown Ambient Foods Group Limited is a sole member company. The procedure for signifying agreement by the sole eligible member to the written resolution is as follows
  - a) The sole member signifies its agreement to the proposed written resolution when the company receives from the member (or someone acting on its behalf) an authenticated document
    - i) identifying the resolution to which it relates, and
    - ii) indicating the sole member's agreement to the resolution
  - b) The document must be sent to the company in hard copy form or in electronic form
  - c) The sole member's agreement to a written resolution, once signified, may not be revoked
  - d) The written resolution is passed when the sole member has signified its agreement to it
- 2 The period for agreeing to the written resolution is the period of 28 days beginning 11 September 2012 (see section 297 of the Companies Act 2006). If sufficient agreement has not been received for the written resolution by the end of the said 28 day period then the written resolution will lapse