

COMPANY NUMBER 02669979

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
THE HOLDERS OF THE A ORDINARY SHARES IN
WHITLENGE ACQUISITION LIMITED


Circulation date 4 June 2014

We, the undersigned, being the sole holder of the A ordinary shares of £1 each in the capital of the Company (the "A Ordinary Shares") entitled to receive notice of and to attend and vote at meetings of holders of the A Ordinary Shares on the above circulation date hereby pass the following resolution as a written resolution and agree, that if duly passed, it shall for all purposes be as valid and effective as if the same had been passed at a meeting of holders of the A Ordinary Shares duly convened and held

SPECIAL RESOLUTION

That the holders of the A ordinary shares of £1 each in the capital of the Company (the "A Ordinary Shares") consent to the passing of the resolution set out in the printed document attached to this document and any variation of the class rights attaching to the A Ordinary Shares which results from the passing of such resolution

The person named below, being the person entitled to vote on the above resolution hereby irrevocably agrees to the above resolution,



For and on behalf of Whitlenge Drink Equipment Limited
Date 4 June 2014



Note

An ordinary resolution will be passed once members representing a simple majority of the total voting rights of eligible members signify their agreement to it. A special resolution will be passed once members representing 75% of the total voting rights of eligible members signify their agreement to it. In each case, the requisite percentage must be achieved within the period of 28 days beginning on the circulation date specified above.

If you agree to the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand delivery, post, fax or email.

WE CERTIFY THAT THIS IS A
TRUE COPY OF THE ORIGINAL
DOCUMENT 10 June 2014
Bond Dickinson LLP
BOND DICKINSON LLP

FORM OF WRITTEN RESOLUTION**COMPANY NUMBER** 02669979

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

WHITLENGE ACQUISITION LIMITED

Circulation date 4 June 2014

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, we, the undersigned eligible member of the Company entitled to receive notice of and to attend and vote at general meetings of the Company on the above circulation date hereby pass the following resolution as a written resolution and agree, that if duly passed, it shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held

SPECIAL RESOLUTION

That the issued share capital of the Company be reduced by cancelling and extinguishing -

- 1 149,999 of the issued ordinary A shares of £1 each (registered in the name of Whitlence Drink Limited),
- 2 775,000 of the issued ordinary B shares of £1 each (registered in the name of Whitlence Drink Limited),
- 3 75,000 of the issued ordinary C shares of £1 each (registered in the name of Whitlence Drink Limited), and
- 4 20,000 of the issued redeemable preference shares of £100 each (registered in the name of Whitlence Drink Limited)

AGREEMENT

A copy of the solvency statement required by section 642 of the Companies Act 2006 is attached to this resolution as required by section 642(2) of that Act

The persons named below, being the persons entitled to vote on the above resolution hereby irrevocably agree to the above resolution



For and on behalf of Whitlence Drink Equipment Limited

Date 4 June 2014

NOTES

- 1 A special resolution will be passed once members representing 75% of the total voting rights of eligible members signify their agreement to it. The percentage must be achieved within the period of 28 days beginning on the circulation date specified above
- 2 A copy of the solvency statement is set out on the next page

WHITLENGE ACQUISITION LIMITED

Company number 02669979

(the "Company")

SOLVENCY STATEMENT UNDER SECTION 643 OF THE COMPANIES ACT 2006 (2006 ACT) MADE FOR THE PURPOSES OF SECTION 642 OF THE 2006 ACT

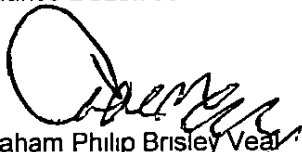
We, the directors named below (being all the directors of the Company as at the date of this statement), having taken account of all of the Company's liabilities (including any contingent or prospective liabilities), have formed the opinion that

- 1 as regards the Company's situation as at the date of this statement, there is no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts, and
- 2 the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of this statement



Adrian David Gray

Maunce DeLon Jones



Graham Philip Brisley Veal

Date 4 June 2014

WHITLENGE ACQUISITION LIMITED

Company number: 02669979

(the "Company")

SOLVENCY STATEMENT UNDER SECTION 643 OF THE COMPANIES ACT 2006 (2006 ACT) MADE FOR THE PURPOSES OF SECTION 642 OF THE 2006 ACT

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- 1 as regards the Company's situation as at the date of this statement, there is no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts, and
- 2 the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of this statement

Adnan David Gray


Maurice DeLon Jones

Graham Philip Brisley Veal

Date 4 June 2014