

Company number: 04206555

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

HOLMES HALLS (PROCESSORS) LIMITED (the "Company")

Circulation Date: 6th August 2021

(Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"))

We, the undersigned, being the members of the Company entitled to vote, hereby pass the following resolution as a special resolution as if the same had been passed at a general meeting of the Company duly convened and held (together, the "Resolution").

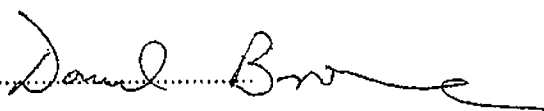
SPECIAL RESOLUTIONS

THAT, the articles of association attached and, for the purpose of identification, marked "A" be and are hereby adopted as the new articles of association of the Company.

AGREEMENT

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

The undersigned, a person entitled to vote on the above Resolution, hereby irrevocably agrees to those Resolution as indicated above:

Signed.....

For and on behalf of Dawn Holdings Limited

Date.....6th August 2021

Signed.....

Date.....

For and on behalf of Finco 1865 S.P.A.

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Signed.....

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For and on behalf of Dawn Holdings Limited

Signed.....

Date..... 6th August 2021

For and on behalf of Finco 1865 S.P.A.

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated overleaf and returning it to the Company using one of the following methods:

- **By Hand:** delivering the signed copy to Corporate at Douglas-Jones Mercer at 16 Axis Court, Mallard Way, Swansea Vale, Swansea SA7 0AJ.
- **Post:** returning the signed copy by post to Corporate at Douglas-Jones Mercer at 16 Axis Court, Mallard Way, Swansea Vale, Swansea SA7 0AJ.
- **E-mail:** by attaching a scanned copy of the signed document and entering 'Written Resolutions' as the subject to sma@djm.law.co.uk.

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless, by midnight on the date which is 28 days from the date hereof, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.