

Company Number: 4252742

Special Resolution of Barkers Farms Limited

Passed at an Extraordinary General Meeting

Held at:

Hillam House Farm
Hillam Lane
Cockersham

On: (date)

24/11/10

Time:

15:00

am/pm

Present:

M Barker

M P Barker

E Barker

E Barker

P Barker

P Barker

In attendance:

Special Resolution

- 1) That the existing share capital of £1001160 divided into 1000 ordinary shares of £1 each, 1000000 redeemable preference shares of £1 each and 160 letter class shares A to P of £1 each be re-designated as being 250 'A' ordinary shares of £1 each, 250 'B' ordinary shares of £1 each, 250 'C' ordinary shares of £1 each, 250 'D' ordinary shares of £1 each, 1000000 redeemable preference shares of £1 each and 160 letter class shares A to P of £1 each. The new A ordinary, B ordinary, C ordinary, and D ordinary shares shall have the same rights as the original ordinary shares except:-
 - a) as regards dividends the A ordinary shares, the B ordinary shares, the C ordinary shares and the D ordinary shares shall rank pari passu except that the members may resolve from time to time by ordinary resolution ordinary that a dividend be paid on one class of share and not the others, or that a dividend be paid on each class of share but at a different rate for each class of share; and
- 2) That the 51 ordinary shares owned by Mr M Barker be re-designated into 51 'A' ordinary shares of £1 each, the 34 ordinary shares owned by Mrs E Barker be re-designated into 24 'B' ordinary shares of £1 each and 10 'D' ordinary shares of £1 each and the 15 ordinary shares owned by Mr P Barker be re-designated into 15 'C' ordinary shares of £1 each.

TUESDAY



AGELOGZS

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26/01/2010

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COMPANIES HOUSE

- 3) On a winding up or other repayment of capital, the assets of the Company (including capital uncalled at the commencement of the winding up) remaining after paying and discharging the debts and liabilities of the Company and the costs of winding up shall be applied in the following order of priority:

in repayment of the capital paid up or credited as paid up on the redeemable preference shares (including any premium);

in repayment of the capital paid up or credited as paid up on the ordinary shares (including any premium);

in repayment of the capital paid up or credited as paid up on the "A", "B", "C", "D", "E", "F", "G", "H", "I", "J", "K", "L", "M", "N", "O" and "P" shares (including any premium);

and the residue (if any) shall be applied as the Company may by ordinary resolution passed at the time of or before the winding up of the Company or other repayment of capital (as the case may be) direct or, in default of such resolution, shall be divided among the holders of the A ordinary shares, B ordinary shares, C ordinary shares and D ordinary shares in proportion to the nominal amount paid up or credited as paid up on such shares.

Signed:  (Chairman of the meeting)