

Company number: 04352824

The Companies Act 2006
Company Limited by Shares

Written Resolutions

of

Northumbrian Fine Foods Limited

(Company)

On 22nd AUGUST 2012, at least 75% of the members of the Company who were entitled to vote on the resolutions on their circulation date, passed the resolutions below

Ordinary Resolutions

- 1 That the authorised share capital of the Company be increased from £1,306,706 divided into 1,306,704 ordinary shares of £1 each and 400 ordinary shares of £0.005 to £1,406,706 divided into 1,406,704 ordinary shares of £1 each and 400 ordinary shares of £0.005 each by the creation of 100,000 ordinary shares of £1 each
- 2 That, in accordance with section 551 of the Companies Act 2006 (**Act**), the directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £100,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date five years from the date of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the 2006 Act

Special Resolution

- 3 That, subject to the passing of resolution 2 and in accordance with section 570 of the Companies Act 2006 (**Act**) and article 4 of the Company's articles of association (**Articles**), the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 2, as if section 561(1) of the Act and article 4 of the Articles did not apply to any such allotment


Director

FRIDAY



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COMPANIES HOUSE