

COMPANY NUMBER: 5290486

THE COMPANIES ACTS OF 1985 TO 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

WELLNESS FOODS LIMITED

Passed on 31 January 2007

FRIDAY



AYO4LNPX
A26 09/03/2007 533
COMPANIES HOUSE
A31 02/02/2007 214
COMPANIES HOUSE

Pursuant to Article 9 of the articles of association of Wellness Foods Limited (the "Company") we, the undersigned, being the holder of all of the shares giving a right to vote at a general meeting of the Company, hereby resolve that the following resolutions be duly passed as written resolutions (being passed as ordinary resolutions):

Increase authorised share capital

1. **THAT**, the authorised share capital of the Company be increased from £12,750,000 to £13,350,001 by the creation of an additional 600,001 ordinary shares of £1 each ranking pari passu in all respects with the existing ordinary shares of £1 each and having the rights set out in the articles of association of the Company.

Authority to allot shares

2. **THAT**, the directors be and they are hereby generally and unconditionally authorised pursuant to section 80 of the Companies Act 1985 to exercise any power of the Company to allot and grant rights to subscribe for, or to convert securities into, shares of the company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution. The authority given by this resolution shall expire 5 years after the date of the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares, or grant any such rights, or convert any such securities under this authority in pursuance of an offer or agreement so to do made by the company before the expiry of this authority.

Erbbium Holdings Limited