

COMPANY NUMBER: 05486353

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

KIRIL MISCHEFF (TRADING) LIMITED (Company)

Circulation Date *30 September* 2014

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions below are passed as special resolutions (**Resolutions**).

SPECIAL RESOLUTIONS

1 THAT the proposed debt for equity transfer regarding a debt of £2,339,754 owed to the Company's subsidiary Kiril Mischeff Limited by Holme Farm Group Holdings Limited in consideration of the allotment of 2,339,754 Ordinary Shares of £1 each be approved for all purposes (**Transfer**) and each shareholder consents to the Transfer for all purposes including the Articles of Association, Companies Act 2006 and a Shareholders Agreement dated 29 October 2010 and waives any rights they may have whatsoever in order to give effect to the Transfer

2 The acquisition of the entire issued share capital of Holme Farm Group Holdings Limited is authorised generally for all purposes including the Articles of Association, Companies Act 2006 and a Shareholders Agreement dated 29 October 2010 and each shareholder waives any rights they may have whatsoever in order to give effect to this Resolution.

AGREEMENT

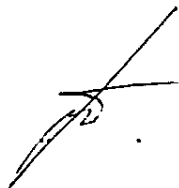
Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, a person entitled to vote on the above Resolutions on *30 September* 2014, hereby irrevocably agrees to the Resolutions



Signed by **DIMITER ALEXANDROV** ..
MIRCHEV

Date


30 September 2014


Signed by **JOHN IAN BOWLER**

Date


30 September 2014

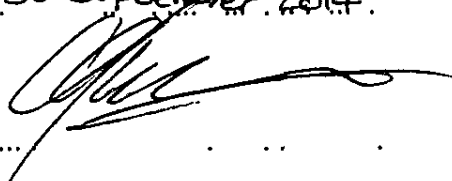
Signed by **ANDREW VICTOR CHARLTON**

Date


30 September 2014

Signed by **CHARLES GREEN**

Date


30 September 2014

Signed by **MATTHEW KENNETH LAW**
JACKSON

Date:


30 September 2014

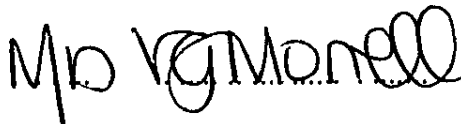
Signed by **IAN ROWLAND MARLOW**

Date



30 September 2014

Signed by **VALERIE GWENETH**
MORRELL

Date:


30 September 2014

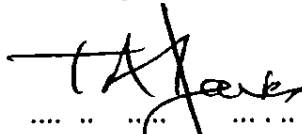
Signed by **WILLIAM RICHARD**
SKIDMORE NEILL


30 September 2014

Date

30 September 2014

Signed by **TREVOR ANTHONY DAVIES**


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Date

30 September 2014

NOTES

1. 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 using one of the following methods

By Hand: delivering the signed copy to Alan Smith of Broadwall House, 21 Broadwall, London, SE1 9PL.

Post returning the signed copy by post to Alan Smith of Broadwall House, 21 Broadwall, London, SE1 9PL

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to alan.smith@kiril-mischeff.com Please enter "Written Resolutions dated 30 September 2014" in the e-mail subject box.

If you do not agree to the Resolutions, 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 Resolutions, you may not revoke your agreement

3. Where, by 30 October 2014, insufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please indicate your agreement and notify us as soon as possible

4 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