

**NANDO'S GROUP HOLDINGS LIMITED (the "Company")**

Company No. **06451677**

**PRIVATE COMPANY LIMITED BY SHARES**

**CONFIRMATION OF THE PASSING OF A WRITTEN RESOLUTION OF THE COMPANY PROPOSED BY THE DIRECTORS AND HAVING EFFECT AS AN ORDINARY RESOLUTION OF THE COMPANY PURSUANT TO THE PROVISIONS OF PART 13 OF THE COMPANIES ACT 2006**

DATE PASSED: 11 / 9 / 2020

I, the undersigned, being a director of the Company, hereby certify that the following written resolution was circulated to the eligible members of the Company and that the written resolution was received by the Company signed by the requisite majority of those eligible members and was duly passed on the date stated above.

**ORDINARY RESOLUTION:**

THAT, in accordance with Section 693A and the provisions of Chapter 4 of Part 18 of the Companies Act 2006, the repurchase by the Company and the resultant cancellation of up to 10,240,964 B Ordinary shares of £0.001 (0.1 pence) each registered in the names the participants in the Nando's Group Holdings Limited Group Partnership Plan for cash at par (in the period from the passing of this resolution and expiring on 28 February 2021) be and is hereby approved.

Signed:

*Lul Tait*

Date:

11 / 9 / 2020

Name:

LULIE TAIT

Director, duly authorised for and on behalf of  
**Nando's Group Holdings Limited**

**Confirmatory print for the minute book of Nando's Group Holdings Limited**

THURSDAY



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24/09/2020

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