

SPECIAL RESOLUTION TO DISAPPLY RIGHTS OF PRE-EMPTION

**The Companies Act 2006
Company Limited by Shares
Special Resolution**

-HEALTHY RETAIL LIMITED
(Company Registration Number 06878814)

Passed the 18th day of JULY 2011

At an **EXTRAORDINARY GENERAL MEETING** of the Company duly convened and held on the above date the following resolution was duly passed as a **SPECIAL RESOLUTION** of the Company.

RESOLUTION

NOTWITHSTANDING the provisions of s.561 of the Companies Act 2006 (the "Act") and pursuant to s.569 of the Act all rights of pre-emption are disapplied to allow the issue of the following shares:-

To Timothy Wakefield and NSS Trustees Limited as trustees of the Timothy Wakefield SIPP	3,500	in consideration of the sum of £31,818 00
to Spencer Craig	16,444	in consideration of the sum of £149,493 00
to Edward Bentley	7,556	in consideration of the sum of £68,689.00
to Mimi Cooper	0	

SATURDAY



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COMPANIES HOUSE

Chairman