DMWSL 672 LIMITED Company number 07639301 (the "Company")



5 03/04/2014 COMPANIES HOUSE

#382

WRITTEN RESOLUTION OF THE MEMBERS OF THE COMPANY PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006

PASSED ON 21 March 2014

The following written resolution, having been duly proposed by the directors of the Company, was duly passed by the Company as a special resolution

- 1 THAT the issued share capital of the Company (being all fully paid up) be reduced from £8,365 20 divided into
 - (a) 100,000 A1 Ordinary Shares of £0 001 each,
 - (b) 1,000 A2 Ordinary Shares of £0 001 each,
 - (c) 9,051 B Ordinary Shares of £0 10 each,
 - (d) 59,253 C1 Ordinary Shares of £0 10 each, and
 - (e) 14,338 C4 Ordinary Shares of £0 10 each,

to £4,804 50 issued and fully paid-up shares divided into

- (f) 100,000 A1 Ordinary Shares of £0 001 each,
- (g) 1,000 A2 Ordinary Shares of £0 001 each,
- (h) 7,619 B Ordinary Shares of £0 10 each,
- (i) 29,723 C1 Ordinary Shares of £0 10 each, and
- (j) 9,693 C4 Ordinary Shares of £0 10 each,

(the "Reduction of Capital")

- 2 THAT the Reduction of Capital should be effected by cancelling and extinguishing
 - (d) 1,432 B Ordinary Shares of £0 10 each,
 - (e) 29,530 C1 Ordinary Shares of £0 10 each, and
 - (f) 4,645 C4 Ordinary Shares of £0 10 each,

(collectively the "Cancelled Shares")

- 3. THAT the proceeds of the Reduction of Capital should be repaid, to Appleby Trust (Jersey) Limited (trustee of The Tangerine Confectionery Group Limited Employee Share and Partnership Interest Ownership Plan 2011) whose name appears in the register of members of the Company as the holder of the Cancelled Shares immediately before the time at which the Reduction of Capital becomes effective, an amount of £3,560 70 for the Cancelled Shares
- 4 THAT the Reduction of Capital to take effect on the day on which the copy of this resolution (and the documents which must accompany it under section 644(1) of the

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Companies Act 2006) is registered by the Registrar of Companies at Companies House in accordance with section 644(3) of the Companies Act 2006

5. THAT article 6 of the articles of association of the Company, which is incorrect as currently drafted, be amended so that the word "£6,052 60" be deleted and replaced with "£8,365 20" and that the current articles of association of the Company be replaced by the new articles of association dated on or around the date of this special resolution

Agreed	
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Signed

Blackstops Capital Partners (Cayman) VI L.P.

by Blackstone Management Associates (Cayman) VI L P, its General Partner

by BCP VI GP L L C, its General Partner

Date

Signed

Blackstope Family Investment Partnership (Cayman) VI-ESC L.P.

by BCP VI GP L L C its General Partner 21 March 2014

Date

Signed

Blackstone Family Investment Partnership (Cayman) VI L.P.

by BCP/VI GP L L C its General Partner 21 March 2014

Signed

Mr Steven Joseph

Date

Signed

Mr Peter Sanders

Date

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Agreed

Signed

Blackstone Capital Partners (Cayman) VI L P

by Blackstone Management Associates (Cayman) VI L P, its General Partner by BCP VI GP L L C , its General Partner Date

Signed

Blackstone Family Investment Partnership (Cayman) VI-ESC L P by BCP VI GP L L C its General Partner Date

Blackstone Family Investment Partnership (Cayman) VI L P.

by BCP VI GP L L C its General Partner

21 March 2014

Signed

Mr Peter Sanders

Date

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Signed

Blackstone Capital Partners (Cayman) VI L.P.

by Blackstone Management Associates (Cayman) VI L P , its General Partner by BCP VI GP L L C , its General Partner Date

Signed

Blackstone Family Investment Partnership (Cayman) VI-ESC L.P. by BCP VI GP L L C its General Partner

Date

Signed

Blackstone Family Investment Partnership (Cayman) VI L.P.

by BCP VI GP L L C its General Partner

Date

Signed

Mr Steven Joseph

Date

Signed 🖋

Mr Peter Sanders

21 March 2014 Date

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Signed

Mr Stephen Webster

Date

Signed

Mr Clive Burnett
Date 21 March 2014

Jane McCumiskey
Date 21 Macu 2014

Signed

Mr James Langan

Date

Signed

Mr Keiron Russell

Date

Signed

Mr Nigel Nelson

Date

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Signed

Mr Stephen Webster

Date

Signed

Mr Clive Burnett

Date

Signed

Jane McCumiskey

Date

Signed Langar

Mr James Langar

Date 21 March 2014

Signed

Mr Keiron Russell

Date

Signed

Mr Nigel Nelson

Date

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Signed

Mr Stephen Webster

Date

Signed

Mr Clive Burnett

Date

Signed

Jane McCumiskey

Date

Signed

Mr James Langan

Date

Signed L Mull Mr Keiron Russell Date 21 March 2014

Signed

Mr Nigel Nelson

Date

EXECUTED as a Deed by APPLEBY TRUST (JERSEY) LIMITED (acting in its capacity as trustee of The Tangerine Confectionery Group Limited Employee Share and Partnership Interest Ownership Plan 2011)

Duly Authorised Signatory

Name PATRICK JONES

Title

Duly Authorised Signatory

Name PAUL TEAULE

Title

21 March 2014

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