

Company Number: 13240874

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS

OF THE SOLE SHAREHOLDER OF

DFSI M25 LIMITED

(the "Company")

Passed on 01 July 2021



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolutions are passed as ordinary and special resolutions as specified below.

ORDINARY RESOLUTION

1. AUTHORITY TO ALLOT

THAT, in accordance with section 551 of the Act, the Directors be generally and unconditionally authorised to allot Ordinary Shares up to an aggregate nominal amount of £420, having the rights and subject to the respective restrictions set out in the New Articles adopted pursuant to resolution 2 below, provided that this authority shall, unless renewed, varied or revoked by the Company, expire 6 months after the date of this resolution. This authority is in addition to all unexercised authorities previously granted to the Directors already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTIONS

2. ADOPTION OF NEW ARTICLES OF ASSOCIATION

THAT the articles of association in the form attached to this resolution (the "**New Articles**") be approved and adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

3. DISAPPLICATION OF PRE-EMPTION RIGHTS

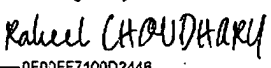
THAT, subject to the passing of resolution 1 above and in accordance with section 570 of the Act, the directors of the Company (the "**Directors**") be generally authorised to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by

resolution 1, as if all and any right of pre-emption over such equity securities, including section 561(1) of the Act and the articles of association of the Company, did not apply to any such allotment, provided that this power shall be limited to the allotment of ordinary shares of £1.00 each in the Company ("**Ordinary Shares**") up to an aggregate nominal amount and for the time period specified in resolution 1 (unless renewed, varied or revoked by the Company prior to or on that date).

4. REDESIGNATION OF ORDINARY SHARES INTO B ORDINARY SHARES

THAT 568 Ordinary Shares currently in issue and held by HRC Pizza Group Ltd be converted into 568 B ordinary shares of £1.00 each in the Company, such shares having the rights set out in the New Articles.

Signed on behalf of
HRC Pizza Group Ltd

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Date:

01 July 2021