

Written Resolutions of the Shareholders of the Subsidiary Company

WRITTEN RESOLUTION

OF

THE BLUE SEA FOOD COMPANY LIMITED(the "Company")

Company Number 4741730

Dated this **01** day of **MAY** 2022

We, the undersigned, being all the members of the Company who, at the date of this Resolution would be entitled to attend and vote at General Meetings of the Company HEREBY PASS the following Resolution as a Special Resolution and agree that the said Resolution shall, for all purposes be as valid and effective as if the same had been passed by us all at a General Meeting of the Company duly convened and held:-

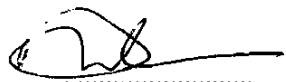
THAT:-

That the Company hereby approve a share for share exchange and that 134 issued shares held by TREVOR BARTLETT (35 A shares), DAVID MARKHAM (16 C shares), DAWN SPENCER (32 B Shares), CELIA BARTLETT (34 A shares), DOROTA MARKHAM (16 C shares) and CHRIS PENNER (1 Preference Share) in the issued share capital of the Company be transferred to THE BLUE SEA FOOD GROUP LIMITED in exchange for the allotment of 134 Subscriber shares in THE BLUE SEA FOOD GROUP LIMITED. Any Pre-emption rights existing in the Articles of Association shall be disapplied for this transaction.

The shareholders shall be required to transfer their shareholding by the execution of a stock transfer form in favour of THE BLUE SEA FOOD GROUP LIMITED and in return, shares in THE BLUE SEA FOOD GROUP LIMITED shall be allotted as follows:-

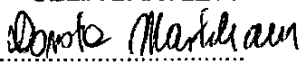
- (a) TREVOR BARTLETT RECEIVES 35 A SUBSCRIBER SHARES IN THE BLUE SEA FOOD GROUP LIMITED IN EXCHANGE FOR HIS 35 A SHARES BEING TRANSFERRED TO THE BLUE SEA FOOD GROUP LIMITED;
- (b) CELIA BARTLETT RECEIVES 34 A SUBSCRIBER SHARES IN THE BLUE SEA FOOD GROUP LIMITED IN EXCHANGE FOR HER 34 A SHARES BEING TRANSFERRED TO THE BLUE SEA FOOD GROUP LIMITED.
- (c) DAWN SPENCER RECEIVES 32 B SUBSCRIBER SHARES IN THE BLUE SEA FOOD GROUP LIMITED IN EXCHANGE FOR HER 32 B SHARES BEING TRANSFERRED TO THE BLUE SEA FOOD GROUP LIMITED
- (d) DAVID MARKHAM RECEIVES 16 C SUBSCRIBER SHARES IN THE BLUE SEA FOOD GROUP LIMITED IN EXCHANGE FOR HIS 16 C SHARES BEING TRANSFERRED TO THE BLUE SEA FOOD GROUP LIMITED
- (e) DOROTA MARKHAM RECEIVES 16 C SUBSCRIBER SHARES IN THE BLUE SEA FOOD GROUP LIMITED IN EXCHANGE FOR HER 16 C SHARES BEING TRANSFERRED TO THE BLUE SEA FOOD GROUP LIMITED
- (f) CHRIS PENNER RECEIVES 1 PREFERENCE SUBSCRIBER SHARE IN THE BLUE SEA FOOD GROUP LIMITED IN EXCHANGE FOR HIS 1 PREFERENCE SHARE BEING TRANSFERRED TO THE BLUE SEA FOOD GROUP LIMITED

Signature.....
Name TREVOR BARTLETT

Signature.....
Name DAVID MARKHAM

Signature.....
Name DAWN SPENCER

Signature.....
Name CELIA BARTLETT

Signature.....
Name DOROTA MARKHAM