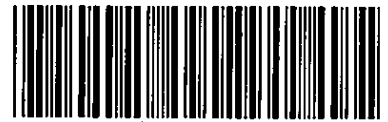


Company number 05573418

THE COMPANIES ACTS 1985 TO 2006
PRIVATE COMPANY LIMITED BY SHARES
MEMBERS' WRITTEN RESOLUTION
of
TYPHOO TEA LIMITED
(the "Company")

FRIDAY



LD4 *L63D4OYJ* 31/03/2017 #244
COMPANIES HOUSE

Date: 28 March 2017 ("Circulation Date")

In accordance with Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose the following resolutions which are proposed as one ordinary resolution and two special resolutions (the "**Resolutions**"):

SPECIAL RESOLUTIONS

1. Authority of reduction of capital

THAT the issued ordinary non-voting share capital of the Company be reduced from £43,820,000 to £11,831,400 by cancelling and extinguishing £0.73 of the nominal value of each ordinary non-voting share in the capital of the Company (each of which is fully paid up), with the reduction supported by a solvency statement signed by each of the Company's directors, and that the balance of £31,988,600 (being transferred to the Company's distributable reserves and the amount of reduction of the Company's issued ordinary non-voting share capital) will be immediately set against the deficit appearing in the profit and loss account of the Company and leave the company with distributable reserves.

2. Disapplication of pre-emption rights

THAT, subject to the passing of resolution 3 and in accordance with section 570 of the Act, the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 3, as if section 561(1) of the Act and any pre-emption rights provided for in the Company's articles or elsewhere did not apply to any such allotment.

ORDINARY RESOLUTION


3. Authority to allot shares

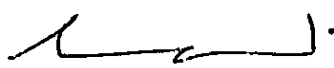
THAT, subject to the passing of resolutions 1 and 2, the directors of the Company be generally and unconditionally authorised in accordance with section 551 of the Act to allot shares in the Company or grant rights to subscribe for or to convert any security into Ordinary Voting Shares of £0.01 (United Kingdom Pence One) each up to an aggregate nominal amount of £7.48, provided that this authority shall expire five years after the date hereof, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or rights to subscribe for or convert securities into shares to be granted after such expiry and the directors may allot shares or grant rights


to subscribe for or convert securities into shares pursuant to such an offer or agreement as if this authority had not expired.

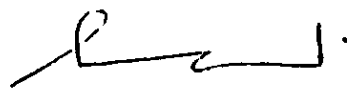
Please read the notes below before signifying your agreement to the Resolutions.

The undersigned, a person entitled to vote on the above Resolutions on the Circulation Date hereby irrevocably agrees to the Resolutions.

Signed by)	
For and on behalf of		
INTERNATIONAL BEVERAGES INC		
Date: 28 March 2017		

Signed by)	
For and on behalf of		
FIRST MANAGEMENT SERVICES LIMITED		
Date: 28 March 2017		

Signed by)	
For and on behalf of		
APEEJAY TEA (PANAMA) INC		
Date: 28 March 2017		

Signed by)	
For and on behalf of		
GLOBAL TEA & COMMODITIES LIMITED		
Date: 28 March 2017		

Notes

- 1 If you agree with the resolution, please signify your agreement by signing and dating this document and returning it to the Company Secretary at Pasture Road, Moreton, Wirral, Merseyside, CH46 8XF. If you do not agree to the resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
- 2 Unless, by the end of the period of 28 days beginning with the Circulation Date, sufficient agreement has been received for the resolution to pass, it will lapse. If you agree to the resolution, please ensure that your agreement reaches us before or during this date together with any power of authority under which it is signed or a duly certified copy thereof.
- 3 Your agreement to the resolution, once signed and received by the Company, may not be revoked.
- 4 In the case of joint registered holders, only the vote of the person whose name appears first in the register of members will be counted.
- 5 For a special resolution to be passed members representing 75 per cent. of the total voting rights of eligible members of the Company must consent to the resolution being passed by the end of the period of 28 days beginning with the Circulation Date.