## PRIVATE COMPANY LIMITED BY SHARES

# **WRITTEN RESOLUTIONS**

# **TYPHOO TEA LIMITED (the Company)**

Pursuant to Chapter 2 of Part 14 of the Companies Act 2006, the directors of the Company propose that the following resolutions be passed (the **Resolutions**).

## **Ordinary Resolution**

#### 1. Authority to Allot

THAT, subject to passing of resolution 2, in accordance with section 551 of the Companies Act 2006 (the **Act**), the directors of the Company (the **Directors**) be generally and unconditionally authorised to allot Ordinary Non-Voting Shares of £0.27 (having the rights set out in the articles of association of the Company) up to an aggregate nominal amount of £38,703,563 provided that this authority shall, unless renewed, varied or revoked by the Company, expire five years after the date hereof and the Directors may allot shares or grant rights to subscribe for or convert any security into shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

## **Special Resolution**

#### 2. Disapplication of Pre-Emption Rights

THAT, subject to the passing of resolution 1 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 1, as if section 561(1) of the Act, any pre-emption rights provided for in the Company's articles or any shareholders agreement or otherwise did not apply to any such allotment.

These resolutions may be executed in any number of counterparts and by the different signatories on separate counterparts, each of which when so executed and delivered shall constitute an original, but all counterparts shall together constitute one and the same set of resolutions.

(signature page follow)

The undersigned persons entitled to vote on the above resolutions hereby irrevocably agree to the Resolutions:
Signed for and on behalf of INTERNATIONAL BEVERAGES INC.
Date: 15 July 2021
Signed for and on behalf of APEEJAY TEA PANAMA INC.
Date:
Signed for and on behalf of FIRST MANAGEMENT SERVICES LIMITED
Date:
Signed for and on behalf of GLOBAL TEA & COMMODITIES LTD
Date:
Signed for and on behalf of ABERCROSS GP I LIMITED

acting in its capacity as general partner of

**ABERCROSSILP** 

Date:

The undersigned persons entitled to vote on the above resolutions hereby irrevocably agree to the Resolutions:
Signed for and on behalf of INTERNATIONAL BEVERAGES INC.
Date:
Signed for and on behalf of APEEJAY TEA PANAMA INC.  Date: 15 July 2021
Signed for and on behalf of FIRST MANAGEMENT SERVICES LIMITED  Date:
Signed for and on behalf of GLOBAL TEA & COMMODITIES LTD
Date:
Signed for and on behalf of ABERCROSS GP I LIMITED

acting in its capacity as general partner of ABERCROSS I LP

Date:

The undersigned	persons	entitled to	vote o	n the a	above i	resolutions	hereby	irrevocably	agree t	to
the Resolutions:								·	•	

Signed for and on behalf of

INTERNATIONAL BEVERAGES INC.

Date:

Signed for and on behalf of APEEJAY TEA PANAMA INC.

Date:

Signed for and on behalf of

FIRST MANAGEMENT SERVICES LIMITED

Date: 15 July 2021

 $\frac{P \cap P}{P}$  Signed for and on behalf of

**GLOBAL TEA & COMMODITIES LTD** 

Date: 15 July 2021

Signed for and on behalf of

ABERCROSS GP I LIMITED

acting in its capacity as general partner of

ABERCROSS I LP

Date:

The undersigned persons entitled to vote on the above resolutions hereby irrevocably agree to the Resolutions:

Signed for and on behalf of INTERNATIONAL BEVERAGES INC.

Date:

Signed for and on behalf of APEEJAY TEA PANAMA INC.

Date:

Signed for and on behalf of

**GLOBAL TEA & COMMODITIES LTD** 

FIRST MANAGEMENT SERVICES LIMITED

Date:

Date:

DocuSigned by:

Signed for and on behalf of

ABERCROSS GP I LIMITED

acting in its capacity as general partner of

ABERCROSS I LP

Date: 15 July 2021