

Company Number: 12409048

**Terroir Intermediate Holding Limited**

(the "Company")

**SHAREHOLDERS' WRITTEN RESOLUTION**

17 March 2020 (the "Circulation Date")

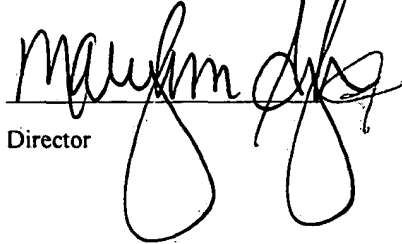
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as an ordinary resolution (the "Resolution"):

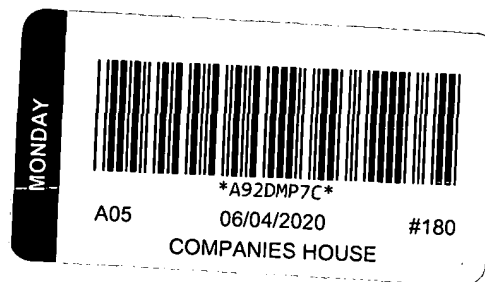
**ORDINARY RESOLUTION**

THAT, pursuant to section 622 Companies Act 2006 and with effect from the date on which this resolution is passed, the 1 ordinary share of GBP 1.00 in the capital of the Company be redenominated to an equivalent USD amount, using exchange rate of GBP/USD 1.20, based on the prevailing GBP/USD exchange rate on or around the Circulation Date rounded to two decimal places, with the result that, following the redenomination, the issued share capital of the Company shall consist of 1 ordinary share of USD 1.20

Please read the Notes at the end of this document before signifying your agreement to the Resolution below.

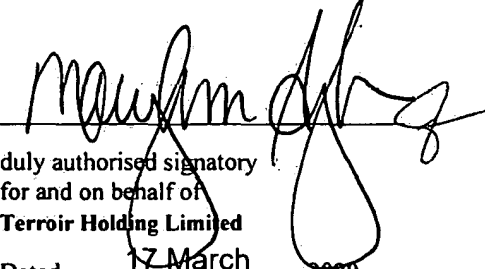
**BY ORDER OF THE BOARD**

  
Director



## AGREEMENT

WE THE UNDERSIGNED, being the sole shareholder of the Company entitled to vote on the Resolution on the Circulation Date HEREBY IRREVOCABLY AGREE to the Resolution.

  
duly authorised signatory  
for and on behalf of  
**Terroir Holding Limited**  
Dated: 17 March 2020

## NOTES

1. To signify your agreement to the Resolution you should sign and date this document where indicated above and return it to the Company by delivering the signed copy by hand, email or post to the Company.
2. Once you have signified your agreement to the Resolution, you may not revoke your agreement.
3. Unless, by the 28<sup>th</sup> day following the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse.