

Company number 14850164
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
Of
LECAP WINES SA LTD
(the "Company")
Passed on 17 November 2023

Written resolutions of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006, as amended, which the directors of the Company propose, the first of which is proposed as a special resolution and the second of which is proposed as an ordinary resolution as detailed below:

1. SPECIAL RESOLUTION

It is resolved that the Company shall replace the existing articles of association of the Company in their entirety by adopting the replacement articles of association which form the schedule to these written resolutions (the "**Replacement Articles**").

2. ORDINARY RESOLUTION

It is resolved that the directors of the Company shall have authority to allot and issue any shares in the authorised capital of the Company, including any such shares which are re-designated, without having to obtain the consent of the members of the Company in accordance with the provisions of the Companies Act 2006, as amended.


This resolution resolved that the share capital of the Company be amended such that the Ordinary shares are re-designated as A Ordinary shares, carrying identical rights to the Ordinary shares; and to create B Ordinary shares, both with a nominal value of £1.00 each. The rights attaching to the A Ordinary and B Ordinary shares are described in article 11 of the Replacement Articles.

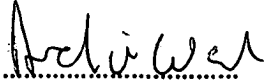
Each Ordinary share in issue at date of passing this resolution will be re-designated as an A Ordinary share.

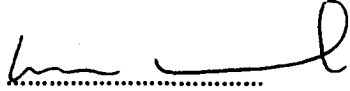


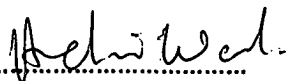
Agreement to written resolutions

We, the undersigned, being persons entitled to vote on the above resolutions, irrevocably agree to those resolutions:

Name of member:	Charles Robert Gardiner	
Signed:		Date: 17 November 2023

Name of member:	Archie Erskine Bangor Ward	
Signed:		Date: 17 November 2023

Name of member:	Maximillian Richard Petty Ward	
Signed:		Date: 17 November 2023

Name of member:	Armajaro Holdings Limited Company number 03575908	
Signed:	 Archie Erskine Bangor Ward	Date: 17 November 2023