

**Company number SC528496**

**The Companies Act 2006**

**Private company limited by shares**

**Written resolution**

**of**

**THE DRINKS BAKERY LIMITED**

3 May 2023 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the sole director of THE DRINKS BAKERY LIMITED (the "**Company**") proposes that resolution 1 below is passed as an ordinary resolution ("**Ordinary Resolution**") and resolutions 2 and 3 are passed as special resolutions ("**Special Resolutions**", the Ordinary Resolution and the Special Resolutions together, the "**Resolutions**").

**ORDINARY RESOLUTIONS**

1. **THAT**, the sole director of the Company is authorised pursuant to section 551 of the Act to allot and issue 679 (six hundred and seventy nine) ordinary shares of £0.0001 each in the capital of the Company (credited as fully paid) (the "**SF Shares**") to Sarah Elizabeth Fraser ("**SF**") for an aggregate issue price of £11,699.17 (eleven thousand six hundred and ninety nine pounds and seventeen pence) (a price of £17.23 per share) (the "**Subscription Price**").

**SPECIAL RESOLUTIONS**

2. **THAT**, subject to the passing of Resolution 1 above, and in accordance with section 570 of the Act, the sole director of the Company is generally empowered to allot the SF Shares pursuant to the authority conferred by Resolution 1, as if section 561 of the Act did not apply to any such allotment.
3. **THAT** each of the existing shareholders hereby waives his/her rights (if any) whether under the articles of association of the Company, or otherwise, to be allotted or issued the SF Shares.

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

We, the undersigned, being the members of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

