

Company No. 00062539

THE COMPANIES ACT 2006

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PRIVATE COMPANY LIMITED BY SHARES

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**RESOLUTION IN WRITING**

**of**

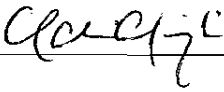
**CADBURY SCHWEPPE OVERSEAS LIMITED**

**(the "Company")**

We, being the sole member of the Company who at the circulation date of this resolution would have been entitled to vote on the resolution, RESOLVE, in accordance with Chapter 2, Part 13 of the Companies Act 2006, to pass the following resolution which has been proposed as a special resolution:

**SPECIAL RESOLUTION**

THAT the existing share premium of the Company be reduced in its entirety from GBP 3,339,345,380 (as in Interim accounts dated 15 November 2019) to nil by cancelling and extinguishing the full amount of the share premium account of the Company.

SIGNATURE: 

NAME Adrian Arrighi

for and on behalf of Chromium Assets Limited

DATE: 25 November 2019



**Notes:**

1. The circulation date of this resolution is 15 November 2019. This resolution has been sent to *eligible members who would have been entitled to vote on the resolution on this date*. Only such eligible members (or persons duly authorised on their behalf) should sign this resolution.
2. An eligible member can signify his or its agreement to the resolution by signing the resolution and by either delivering a copy of the signed resolution to an officer of the Company by hand or by sending a copy of the signed resolution in hard copy form by post to the Company Secretary.
3. This resolution must be passed within 28 days of the date of its circulation. If this resolution is not passed by such date it will lapse. The agreement of a member to this resolution is ineffective if signified after this date.
4. [REDACTED]