

(Company Number: 08603549)

**THE COMPANIES ACT 2006**

---

**PRIVATE COMPANY LIMITED BY SHARES**

---

**WRITTEN RESOLUTION**

**OF**

**Lucozade Ribena Suntory Limited (the "Company")**

Circulated on 11 October 2021 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that the following resolution be passed as a special resolution (the "**Resolution**"):

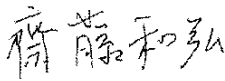
**SPECIAL RESOLUTION**

**THAT**, pursuant to section 641(1)(a) of the Act, the Company's issued share capital be reduced by £38,938,000, from £675,587,001, comprising 675,587,001 ordinary shares of £1.00, to £636,649,001, comprising 636,649,001 ordinary shares of £1.00 each, by cancelling and extinguishing 38,938,000 of such issued ordinary shares of £1.00 each (which are in excess of the Company's wants) and that amount be repaid directly to the Company's sole member.

## AGREEMENT

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

We, the undersigned, being all the eligible members of the Company, hereby confirm that we have received a copy of the Resolution in accordance with section 291 of the Act and hereby irrevocably agree that the Resolution be passed as a written resolution pursuant to section 288 of the Act and shall take effect as a special resolution.



For and on behalf of **SUNTORY BEVERAGE & FOOD LIMITED**

Name: Kazuhiro Saito

Title: Chief Executive Officer

Date: 11 OCTOBER 2021

## NOTES

1. Eligible members are the members of the Company who would have been entitled to vote on the Resolution on the Circulation Date.
2. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
3. If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
4. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
5. Pursuant to section 642 of the Act, the Resolution must be passed not more than 15 days after the date of the solvency statement relating to the reduction of capital therefore unless sufficient agreement has been received for the Resolution to be passed within 15 days after the date of the solvency statement, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before the end of this period.
6. As required by section 642(2) of the Act, enclosed with this document is a copy of the solvency statement which has been signed by each of the directors of the Company, confirming that each of the directors have formed the opinion that as at the date of the solvency statement: (i) there was no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts; and (ii) the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of the solvency statement.