

Company Number 02974459

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

of

COTT EUROPE TRADING LIMITED (the "Company")

Date: 19 NOVEMBER (the "Circulation Date")

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

SPECIAL RESOLUTION

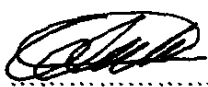
- 1 **THAT**, the issued share capital of the Company be reduced from £1,860,709 to £1.00 by cancelling and extinguishing 1,860,708 issued Ordinary Shares of £1.00 each in the Company, each of which is fully paid up, and the amount by which the share capital is so reduced be credited to a reserve.

AGREEMENT

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

The undersigned, being the sole shareholder of the Company entitled to vote on the above Resolution, hereby irrevocably agrees to the Resolution.

Signature

 Claire Duffy

Print Name:

Duly authorised, for and on behalf of **Cott Retail Brands Limited**

Date:

19 NOVEMBER 2020



NOTES

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - (a) **By hand:** delivering the signed copy to the Company at c/o Jonathan Ross, Squire Patton Boggs (UK) LLP, 6 Wellington Place, Leeds, LS1 4AP.
 - (b) **Post:** returning the signed copy by post to the Company at c/o Jonathan Ross, Squire Patton Boggs (UK) LLP, 6 Wellington Place, Leeds, LS1 4AP.
 - (c) **Email:** by attaching a scanned copy of the signed document to an e-mail and sending it to jonathan.ross@squirepb.com. Please enter "Written resolution" in the e-mail subject box.

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.

- 2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 3 When agreement to the Resolution has been received from members representing more than 75% of the total voting rights, it will be deemed passed. Unless, by 28 days of the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
- 4 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.