### **WE ARE COCO LTD**

Company number: 04263566

Registered office address: Winsford, Wellow, Bath, Avon, BA2 8PU

#### SHAREHOLDERS' RESOLUTION

### Passed on 03 April 2023

At a general meeting of WE ARE COCO LTD ("the Company"), held at Winsford, Wellow, Bath, Avon, BA2 8PU on 03 April 2023, the following resolutions were duly passed:

#### **ORDINARY RESOLUTION**

That 1 Ordinary B 1 Gbp £1.00 shares, be and are hereby reclassified as 1 Ordinary C shares of £1.00 each in the capital of the Company.

That 1 Ordinary B 1 Gbp £1.00 shares, be and are hereby reclassified as 1 Ordinary D shares of £1.00 each in the capital of the Company.

That any two directors be authorised to issue new share certificates, signed by them on behalf of the Company, and cancel old share certificates as required to reflect the share reclassification.

#### **SPECIAL RESOLUTION**

That the new articles of association attached to this resolution, be and are hereby approved and adopted as the articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association, updated as they are, to include the rights and restrictions attaching to Ordinary C and D  $\pm 1.00$  shares as set out below:

"VOTING RIGHTS"

That forms SH08 and SH10 together with copies of all relevant resolutions and the new articles of association be filed with Companies House within one month, and the register of members be updated to reflect the share reclassification.

Signed:

Madelow Del

Dated:

HURSDAY

\*ACGOLKPN\*

29/06/2023 COMPANIES HOUSE

# **WE ARE COCO LTD**

Company number: 04263566

Registered office address: Winsford, Wellow, Bath, Avon, BA2 8PU

### WRITTEN CONSENT TO A VARIATION OF SHARE CLASS RIGHTS

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of We Are Coco Ltd ("the Company") propose that the following resolutions are passed:

#### Ordinary resolution of:

That 2 B shares of £1.00 be and are hereby reclassified as 1 C share and 1 D share of £1.00 each in the capital of the Company.

That any two directors be authorised to issue new share certificates, signed by them on behalf of the Company, and cancel old share certificates as required to reflect the share reclassification.'

### Special resolution of:

That the new articles of association attached to this resolution, be and are hereby approved and adopted as the articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association, updated as they are to include the rights and restrictions attaching to C shares and D shares of £1.00 each as set out below:

# "VOTING RIGHTS"

That forms SH08 and SH10 together with copies of all relevant resolutions and the new articles of association be filed with Companies House within one month, and the register of members be updated to reflect the share reclassification.'

#### CONSENT

Pursuant to section 630 of the Companies Act 2006, we, being the eligible holders of not less than 75% of the nominal value of the issued B shares in the capital of the Company, do hereby agree and consent to the resolutions set out above, and the variation to rights and restrictions that it describes, being passed.

Name	No. shares	Signature	Date
Angela/John Bailey	1 B Share	Misaly Ongolany	03/04/2023
Ben Waters	1 B Share	MANIE	03/04/2023
Jessica Waters	1 B Share	Watas.	03/04/2023

## Notes:

- 1. To signify your agreement and consent to the resolution being passed, please sign and date this document where indicated above and return it to the Company. If you do not agree to the resolution you do not need to do anything. You cannot be deemed to consent to the resolution being passed if you have not replied.
- 2. Once given, you cannot revoke your consent.