

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF

HALO COFFEE LIMITED (THE "COMPANY")

The directors of the Company propose the following resolutions (the "**Resolutions**") to be passed as written resolutions of the Company under Chapter 2 of Part 13 Companies Act 2006. The Resolutions are proposed as an ordinary and special resolution where indicated.

ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of the Companies Act 2006, the directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £13,500.00, being exclusive of all issued shares as at the date this resolution is passed, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date this resolution is passed save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in the pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the 2006 Act.

SPECIAL RESOLUTIONS

2. THAT, subject to the passing of the resolution 1 above and 3 below in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by resolution 1, as if section 561 of the 2006 Act did not apply to any such allotment, provided that this power shall:
 - 2.1.1 be limited to the allotment of equity securities up to an aggregate nominal amount of £13,500.00, being exclusive of all issued shares as at the date this resolution is passed; and
 - 2.1.2 expire on the fifth anniversary of the date this resolution is passed (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.
3. THAT, subject to the passing of the resolution 1 and 2 above, all rights of pre-emption of any kind whatsoever and howsoever arising (whether under the Company's article of association or otherwise) in respect of the allotment of equity securities up to an aggregate nominal amount of £1,000 be dis-applied.

SATURDAY



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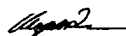
A29

15/07/2023

#18

COMPANIES HOUSE

By order of the Board



Chairman

Registered in England and Wales no. 10008523

Registered office: 2 Manor Farm Court, Old Wolverton Road, Old Wolverton, Milton Keynes,
Buckinghamshire, MK12 5NN

Email address for responses: gerhard@halo.coffee

Circulation date: 23 June 2023. The Resolutions will lapse if not passed before the end of the period of 28 days beginning with the circulation date.

AGREEMENT

We the undersigned, being all the members of the Company who would have been entitled to vote on the Resolutions on the circulation date, hereby signify our agreement to the Resolutions:

Alan Wilson

DATED

Alexander Boswell

2023-07-03

DATED

Calx Holding AB

2023-06-24

DATED

Charles Farr

2023-07-06

DATED

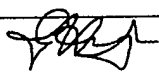
Christopher Hirst

DATED

David Simon Foster

2023-07-09

DATED



Gary Francis Hughes

2023-07-07


DATED

Gerhard Badenhorst

Gerhard Badenhorst

2023-06-23


DATED



Martin Steven Herron

2023-07-07

DATED



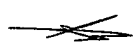
H Cap AB

2023-06-23

DATED

Iain William Morrison

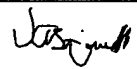
DATED



Ian Jonathan Currie

2023-06-27

DATED



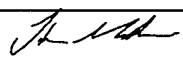
Jack Anthony Squirrel

2023-07-07

DATED

Joel Cadbury

DATED




John Anthony Matthews

2023-07-07

DATED

Kesmaro Investments Ltd

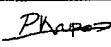
DATED



Steven Moore

2023-06-25

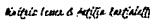
DATED



KRU Group

2023-06-28

DATED




Lessen, Mr Dimitrios and Mrs Autilia Maria Martiniello

2023-06-23

DATED

Mark Conway

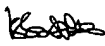
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Mike Dawson

2023-06-26


DATED



Keith Southcombe

2023-06-30

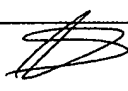
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Mychaylo Kobuta

2023-06-29

DATED



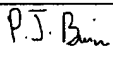
Nils Leonard

2023-06-30

DATED

Oliver Vigors

DATED



Peter Bianca

2023-07-06

DATED


Richard Anthony Kieswick

DATED


Richard Victor Hardwick

DATED


Roberto Di Nuzzo

2023-06-23

DATED


Sarah Lim Yan Yi

2023-06-26

DATED


Simon Moore

2023-06-26

DATED


Sylvain Mack and Johana Mack-Bayter

DATED


Timothy Jones

2023-06-30

DATED


Zsuzsanna Bianca

2023-07-02

DATED


Steve Lloyd

2023-06-25

DATED


Strenuus International AB

2023-06-23

DATED


Brandon Ransley

DATED

Ayo Isinkaye

DATED


David Barham

2023-06-25

DATED

Mats Lindskrog

DATED


Garry Spicer

2023-06-25

DATED


Heriot Holdings Ltd

2023-06-26

DATED


Andrew Gerrie

2023-07-07

DATED


Suni Goonetillake

2023-07-06

DATED

Duncan Brown

DATED


Spencer Garner

2023-07-07

DATED

Standard Marlow Ltd

DATED

SCP Halo

DATED

Viandrei Cuevas

DATED

Gleb Ognyannikov

DATED


Laurent Romanelli

2023-07-06

DATED

Frühstarter Ventures GmbH

DATED


dbp Beratung GmbH

2023-06-26

DATED


The Value Creators GmbH

2023-06-29

DATED

Seedrs Nominees Ltd

DATED


Frederik Landen

2023-06-27

DATED

Gary Francis Huges

DATED

Gerhard Badenhorst

DATED

Martin Steven Herron

DATED

H Cap AB

DATED

Iain William Morrison

DATED

Ian Jonathan Currie

DATED

Jack Anthony Squirrel

DATED

Joel Cadbury

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John Anthony Matthews

DATED

Stevan Radak
Stevan Radak

2023-06-29

DATED

Brandon Ransley

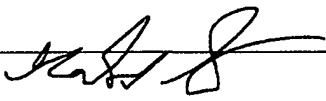
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SCP Halo

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DATED

Frederik Landen

DATED

Standard Marlow Ltd

DATED

SCP Halo

DATED


Viandrei Cuevas

2023-7-3

DATED

Gleb Ognyanikov

DATED

Laurent Romanelli

DATED

Frühstarter Ventures GmbH

DATED


dbp Beratung GmbH

2023-06-26

DATED


The Value Creators GmbH

2023-06-29

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Seedrs Nominees Ltd

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Standard Marlow Ltd

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The Value Creators GmbH

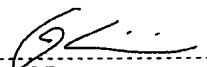
DATED

Seedrs Nominees Ltd

DATED

Frederik Landen

DATED

 OKR Invest AB

2023-06-27 DATED

NOTES

1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only one of the Resolutions. You may signify your agreement to the Resolutions by sending to the Company a document (in hard copy form or in electronic form) stating your name, referring to the Resolutions and indicating your agreement to them. That may include:
 - 1.1. Signing a hard copy of this document and sending it by post or delivering it by hand to the Secretary, any director, or the registered office;
 - 1.2. Signing a hard copy of this document and either scanning it using a commonly-used file format and sending it by email to the email address given above for responses or to a current email address of any of the people listed in 1.1, or faxing it to a current fax number of any of them;
 - 1.3. Sending an email to any of those addresses stating your name, referring to the Resolutions and that you agree to the Resolutions
2. If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
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 when returning this document.