

Registered Number: 08095058

THE COMPANIES ACTS

ANDINA PLC

PUBLIC COMPANY LIMITED BY SHARES

THURSDAY



RESOLUTIONS
to which Chapter 3 of Part 3
of the Companies Act 2006 applies

At the annual general meeting of the Company duly convened and held on 28 June 2019, the following resolutions were duly passed, resolutions numbered 1, 2 and 3 as ordinary resolutions and resolution numbered 4 as a special resolution of the Company:

ORDINARY RESOLUTIONS

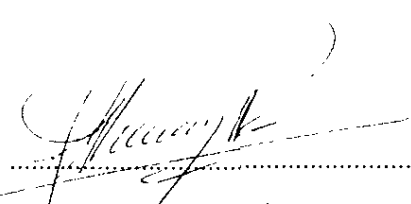
1. **THAT** Mr Neil Arthur Bleasdale be re-elected as a director of the Company;
 2. **THAT** Mr Marcelo Alberto Comba be re-elected as a director of the Company;
 3. **THAT** the Directors be and they are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (the "**2006 Act**") in substitution for all existing authorities:
 - a. to exercise all the powers of the Company to allot shares and to make offers or agreements to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (together "**Relevant Securities**") up to an aggregate nominal amount of £9,615,611; and
 - b. to exercise all the powers of the Company to allot equity securities (within the meaning of section 560 of the 2006 Act) up to an additional aggregate nominal amount of £2,884,683 provided that this authority may only be used in connection with a rights issue in favour of holders of ordinary shares and other persons entitled to participate therein where the equity securities respectively attributable to the interests of all those persons at such record dates as the Directors may determine are proportionate (as nearly as may be) to the respective numbers of equity securities held or deemed to be held by them or are otherwise allotted in accordance with the rights attaching to such equity securities subject to such exclusions or other arrangements as the Directors may consider necessary or expedient to deal with fractional entitlements or legal difficulties under the laws of any territory or the requirements of a regulatory body or stock exchange or by virtue of shares being represented by depositary receipts or any other matter whatsoever;
- provided that the authorities in 3(a) and 3(b) shall expire at the conclusion of the next annual general meeting of the Company after the passing of this resolution or if earlier on the date which is 15 months after the date of the annual general meeting, except that the Company may before

such expiry make an offer or agreement which would or might require Relevant Securities or equity securities as the case may be to be allotted after such expiry and the Directors may allot Relevant Securities or equity securities in pursuance of any such offer or agreement as if the authority in question had not expired.

SPECIAL RESOLUTION

4. **THAT** the directors be and are empowered, in accordance with sections 570 and 573 of the 2006 Act, to allot equity securities (as defined in section 560 of the 2006 Act) for cash pursuant to the authority conferred by resolution 3 or by way of a sale of treasury shares as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall be limited to:
- a. the allotment of equity securities in connection with a rights issue or other pro rata offer (but in the case of the authority conferred by resolution 3(b), by way of rights issue only) in favour of holders of ordinary shares and other persons entitled to participate therein where the equity securities respectively attributable to the interests of all those persons at such record dates as the directors may determine are proportionate (as nearly as may be) to the respective numbers of equity securities held or deemed to be held by them or are otherwise allotted in accordance with the rights attaching to such equity securities subject in each case to such exclusions or other arrangements as the directors may consider necessary or expedient to deal with fractional entitlements or legal difficulties under the laws of any territory or the requirements of a regulatory body or stock exchange or by virtue of shares being represented by depositary receipts or any other matter whatsoever; and
 - b. the allotment (otherwise than pursuant to resolution 4(a) above) of equity securities up to an aggregate nominal amount of £4,807,805,

and shall expire upon the expiry of the general authority conferred by resolution 3 above, except that the Company may make an offer or agreement before this power expires which would or might require equity securities to be allotted and/or shares held by the Company in treasury to be sold or transferred after such expiry and the directors may allot equity securities and/or sell or transfer shares held by the Company in treasury in pursuance of such offer or agreement as if the power conferred by this resolution had not expired.


Chairman of the meeting

Date

22.06.14