

Company number: 10490062

The Companies Act 2006

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Company limited by shares

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Written resolutions

of

Delivering Happiness Limited ("the Company")

(Circulation Date:

19 April 2021)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution numbered one below is passed as an ordinary resolution and that the resolution numbered two below is passed as a special resolution (together the "Resolutions").

#### ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of the Companies Act 2006 (CA 2006), the directors of the Company (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 £0.10468 provided that this authority shall, unless renewed, varied or revoked by the Company, on the fifth anniversary of the Circulation Date, 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 pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in addition to all previous authorities conferred on the Directors in accordance with section 551 of the CA 2006.

#### SPECIAL RESOLUTION

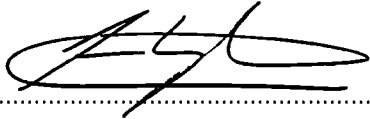
2. THAT, subject to the passing of resolution 1 and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, free from all pre-emption rights (including, without limitation, those set out in article 10 of the Company's articles of association).

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## AGREEMENT

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

The undersigned, persons entitled to vote on the above Resolutions on the Circulation Date, each hereby irrevocably agrees to the Resolutions:



Signed by Olivier Santiago Navarro

Date 19 April 2021

Signed by Joe Revell

Date

Signed by \_\_\_\_\_, a  
director for and on behalf of Howsam  
Ltd

Date

Signed by Rachel Murphy-Rutland

Date

Signed by Caroline E. Navarro

Date

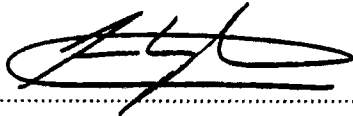
Signed by Rodrigo Andres-Wickbold

Date

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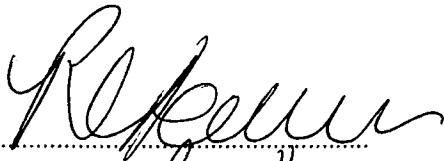


Signed by **Olivier Santiago Navarro**

Date **19 April 2021**

Signed by **Joe Revell**

Date .....



Signed by **Rachel Howsam**, a  
director for and on behalf of Howsam  
Ltd

Date **19-4-2021**

Signed by **Rachel Murphy-Rutland**

Date .....

.....  
Signed by **Caroline E. Navarro**

Date .....

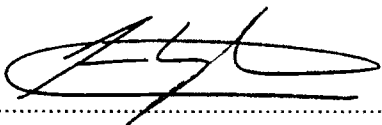
.....  
Signed by **Rodrigo Andres-Wickbold**

Date .....

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Signed by **Olivier Santiago Navarro**

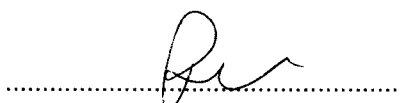
Date 19 April 2021

Signed by **Joe Revell**

Date .....

.....  
Signed by \_\_\_\_\_, a  
**director for and on behalf of Howsam Ltd**

Date .....



Signed by **Rachel Murphy-Rutland**

Date 23/4/21

.....  
Signed by **Caroline E. Navarro**

Date .....

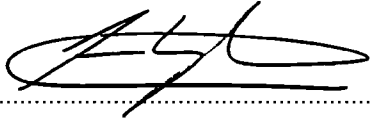
.....  
Signed by **Rodrigo Andres-Wickbold**

Date .....

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Signed by **Olivier Santiago Navarro**

Date 19 April 2021



Signed by **Joe Revell**

Date 19 April 2021

.....  
Signed by \_\_\_\_\_, a  
director for and on behalf of **Howsam Ltd**

Date .....

.....  
Signed by **Rachel Murphy-Rutland**  
Date .....

.....  
Signed by **Caroline E. Navarro**  
Date .....

.....  
Signed by **Rodrigo Andres-Wickbold**  
Date .....

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Signed by **Olivier Santiago Navarro**

Date **19 April 2021**

Signed by **Joe Revell**

Date

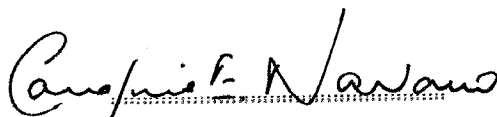


Signed by **Rachel Murphy-Rutland**, a  
director for and on behalf of Howsam  
Ltd

Date **19.4.2021**

Signed by **Rachel Murphy-Rutland**

Date



Signed by **Caroline E. Navarro**

Date **19/4/2021**

Signed by **Rodrigo Andres-Wickbold**

Date

## NOTES

1. If you agree to the resolutions, 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:

- **By Hand:** delivering the signed copy to the Company's registered office.
- **E-mail:** by attaching a scanned copy of the signed and dated document to an e-mail and sending it to [santiago@garconwines.com](mailto:santiago@garconwines.com).

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.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.
4. 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.
5. 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.