



ROUND TABLE
ON RESPONSIBLE SOY

RTRS EXECUTIVE BOARD | CIRCULAR DECISION No.9

ROUND TABLE ON RESPONSIBLE SOY ASSOCIATION

Executive Board Resolution
(Industry, Trade and Finance Constituency)

Draft of Circular Decision No. 9

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ROUND TABLE ON RESPONSIBLE SOY ASSOCIATION (RTRS)

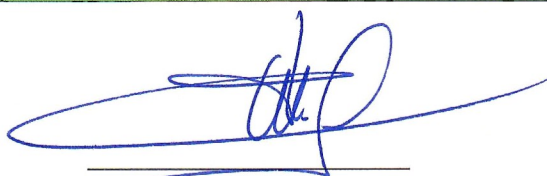
Draft of Circular Decision No.9 Passed by Unanimous Written Consent

The undersigned, in his capacity as President of the Executive Board of Round Table on Responsible Soy Association (RTRS) (the “Executive Board”), hereby certifies that in accordance with Article 21 §2 of RTRS Statutes, the members of the Executive Board belonging to the Industry, Trade and Finance Constituency have passed the following resolution by Circular Decision with the unanimous written consent of all the members of such constituency:

1. **Approval of the designation of Taciano Custodio as (interim) Executive Board member representing Coöperatieve Rabobank U.A. Brazil in the Industry, Trade and Finance constituency until the next General Assembly to fill in the vacant position resulting from Maria do Carmo Ferrante’s resignation.**

- Resolution Proposal Distribution Date: September 20, 2022.
- Consent to resolution:

| CONSTITUENCIES | MEMBERS | CONSENT DATE |
|-----------------------------------|-------------------|--------------------|
| Industry, Trade And Finance | Gerhard Adam | September 28, 2022 |
| | Lieven Callewaert | September 28, 2022 |
| | Lukas Vogt | September 29, 2022 |
| | Kobus Pienaar | September 28, 2022 |



Lieven Callewaert
President of RTRS Executive Board

EXHIBIT A – RESOLUTION PROPOSAL

From: Marcelo Visconti <marcelo.visconti@responsiblesoy.org>.

Sent on: September 20, 2022.

To: 'Lieven Callewaert' lieven.callewaert@responsiblesoy.org; 'Kobus Pienaar' <KobusPienaar@woolworths.co.za>; 'Gerhard Adam' <gerhard.adam@bayer.com>; 'Lukas Vogt' <LVogt@actcommodities.com>.

C/C: 'Yogesh Dwivedi' <yogesh@mbcfpc.org>; 'Pramel Kumar Gupta' <pramel@catalysts.org>; 'John Quaine' <jquaine@salentein.com>; 'Sébastien Terwagne' <sebastien.terwagne@gaiago.eu>; 'Yan Speranza' <ysperanza@gmail.com>; 'Thiago Masson' <thiago.masson@tnc.org>; 'Enrique Molas' <enriquemolas@gmail.com>; 'Gisela Introvini' <giselaintrovini@hotmail.com>; 'Ingrid Korn' <ingrid.korn@responsiblesoy.org>.

Ref: Circular decision Rabobank

Dear EB Members of the Industry, Trade and Finance Constituency,

As anticipated, please find below the resolution which is hereby proposed to be passed by the members of the Executive Board of the Industry, Trade and Finance Constituency by means of a “Circular Decision.”

Attached to this email you will find:

- (i) Manual for the approval of resolutions by the Executive Board by “Circular Decision.”
- (ii) Draft of the Circular Decision to be executed by the President in the event of the Executive Board Members of the Industry Trade and Finance Constituency consent to the passing of the proposed resolution.
- (iii) Email exchanged with Maria do Carmo Ferrante, former Executive Board Member for Coöperatieve Rabobank U.A. Brazil, pursuant to which Taciano Custodio was nominated as interim Executive Board member.

For your convenience, the proposed resolution is included herein below. Should you desire to consent to the passing of the resolution, please respond to this email with cc to ingrid.korn@responsiblesoy.org.

PROPOSAL No. 1 - APPROVAL OF THE DESIGNATION OF TACIANO CUSTODIO AS (INTERIM) EXECUTIVE BOARD MEMBER REPRESENTING COÖPERATIEVE RABOBANK U.A. BRAZIL IN THE INDUSTRY, TRADE AND FINANCE CONSTITUENCY UNTIL THE NEXT GENERAL ASSEMBLY TO FILL IN THE VACANT POSITION RESULTING FROM MARIA DO CARMO FERRANTE’S RESIGNATION.

According to Article 20 §9 of RTRS Statutes, in view of the vacancy in the Industry, Trade and Finance Constituency resulting from Maria do Carmo Ferrante's resignation, the Executive Board members of such constituency are entitled to designate an (interim) substitute member to fill in the vacant position until the next General Assembly.

In a written communication addressed to RTRS Secretariat, Maria do Carmo Ferrante, Senior Banker at Coöperatieve Rabobank U.A. Brazil, has informed Coöperatieve Rabobank U.A. Brazil's intention to fill the vacant position in the Industry, Trade and Finance constituency, designating Taciano Custodio as (interim) Executive Board member.

Considering that, this resolution is proposed to be adopted by "Circular Decision," the approval of all members of the Industry, Trade and Finance constituency (and the acknowledgement of all members of the Civil Society Organization and Producers constituencies), is required for the resolution to be validly passed.

Kind regards,

Marcelo Visconti

Executive Director

* * * * *



EXHIBIT B – GERHARD ADAM CONSENT**Circular Decision No. 9**

From: Gerhard Adam <gerhard.adam@bayer.com>
Sent: Wednesday, September 28, 2022 8:27:22 PM
To: marcelo.visconti@responsiblesoy.org <marcelo.visconti@responsiblesoy.org>.
Cc: Lieven Callewaert <lieven.callewaert@soy4brands.org>; Kobus Pienaar <KobusPienaar@woolworths.co.za>; LVogt <LVogt@actcommodities.com>; Yogesh Dwivedi <yogesh@mbcfpccl.org>; Pramel Kumar Gupta <pramel@catalysts.org>; John Quaine <jquaine@salentein.com>; Sébastien Terwagne <sebastien.terwagne@gaiago.eu>; Yan Speranza <ysperanza@gmail.com>; Thiago Masson <thiago.masson@tnc.org>; Enrique Molas <enriquemolasg@gmail.com>; Gisela Introvini <giselaintrovini@hotmail.com>; Ingrid Korn <ingrid.korn@responsiblesoy.org>.
Subject: RE: Circular decision Rabobank

Dear Marcelo,

Bayer AG gives consent for the circular decision No. 9. We are looking forward to work with Taciano Custodio.

Best

Gerhard

Best regards / Mit freundlichen Grüßen,

Gerhard Adam

Global Food Value Chain Partnership lead
Strategy & Sustainability

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Bayer AG - Division Crop Science
Office: Campus Monheim / Building 6100 / Room C4.58
Postal: Alfred-Nobel-Str. 50 / 40789 Monheim / Germany
Tel: +49 2173 38 5557 / Mobile: +49 175 301 5557
E-mail: gerhard.adam@bayer.com

/// Executive Board: Werner Baumann (Chairman & Employee Relations Director), Rodrigo Santos, Wolfgang Nickl, Stefan Oelrich, Heiko Schipper

/// Supervisory Board: Norbert Winkeljohann (Chairman) /// Registered Office: Leverkusen | Local Court: Köln, HRB 48248



EXHIBIT C – LIEVEN CALLEWAERT CONSENT**Circular Decision No. 9**

From: Lieven Callewaert <lieven.callewaert@soy4brands.org>
Sent: Wednesday, 28 September 2022 17:52
To: Marcelo Visconti <marcelo.visconti@responsiblesoy.org>.
Cc: Kobus Pienaar <KobusPienaar@woolworths.co.za>; Gerhard Adam <gerhard.adam@bayer.com>; Lukas Vogt <LVogt@actcommodities.com>; Yogesh Dwivedi <yogesh@mbcfpcl.org>; Pramel Kumar Gupta <pramel@catalysts.org>; John Quaine <jquaine@salentein.com>; Sébastien Terwagne <sebastien.terwagne@gaiago.eu>; Yan Speranza <ysperanza@gmail.com>; Thiago Masson <thiago.masson@tnc.org>; Enrique Molas <enriquemolasg@gmail.com>; Gisela Introvini <giselaintrovini@hotmail.com>; Ingrid Korn <ingrid.korn@responsiblesoy.org>.
Subject: Re: Circular decision Rabobank

Hi Marcelo,

Alliance4SOY gives consent for circular decision no.9

Kind regards,
Lieven Callewaert

Alliance 4 SOY
Lieven Callewaert
President RTRS
E: Lieven.Callewaert@soy4brands.org
M: +32 475 46 45 45

EXHIBIT D – LUKAS VOGT**Circular Decision No. 9**

From: Lukas Vogt <LVogt@actcommodities.com>
Sent: Thursday, September 29, 2022 7:17:54 AM
To: Gisela Introvini <giselaintrovini@hotmail.com>; Gerhard Adam <gerhard.adam@bayer.com>; Marcelo Visconti <marcelo.visconti@responsiblesoy.org>.
Cc: Lieven Callewaert <lieven.callewaert@soy4brands.org>; Kobus Pienaar <KobusPienaar@woolworths.co.za>; Yogesh Dwivedi <yogesh@mbcfpcl.org>; Pramel Kumar Gupta <pramel@catalysts.org>; John Quaine <jquaine@salentein.com>; Sébastien Terwagne <sebastien.terwagne@gaiago.eu>; Yan Speranza <ysperanza@gmail.com>; Thiago Masson <thiago.masson@tnc.org>; Enrique Molas <enriquemolasg@gmail.com>; Ingrid Korn <ingrid.korn@responsiblesoy.org>.
Subject: RE: EXT: RE: Circular decision Rabobank

Good morning Marcelo,

ACT Commodities B.V. gives consent for circular decision no.9. We are looking forward to the further collaboration.

Best regards,

Lukas



EXHIBIT E – KOBUS PIENAAR CONSENT**Circular Decision No. 9**

From: Kobus Pienaar <KobusPienaar@woolworths.co.za>
Sent: Wednesday, September 28, 2022 5:56 PM
To: Lieven Callewaert <lieven.callewaert@soy4brands.org>; Marcelo Visconti <marcelo.visconti@responsiblesoy.org>.
Cc: Gerhard Adam <gerhard.adam@bayer.com>; Lukas Vogt <LVogt@actcommodities.com>; Yogesh Dwivedi <yogesh@mbcfpcl.org>; Pramel Kumar Gupta <pramel@catalysts.org>; John Quaine <jquaine@salentein.com>; Sébastien Terwagne <sebastien.terwagne@gaiago.eu>; Yan Speranza <ysperanza@gmail.com>; Thiago Masson <thiago.masson@tnc.org>; Enrique Molas <enriquemolas@gmail.com>; Gisela Introvini <giselaintrovini@hotmail.com>; Ingrid Korn <ingrid.korn@responsiblesoy.org>.
Subject: RE: Circular decision Rabobank

Hi Marcello

Woolworths South Africa gives consent for circular decision no.9

Kind regards

GAME ON

KOBUS PIENAAR
Technical Manager
Regenerative Agriculture
Woolworths Foods
kobuspienaar@woolworths.co.za
tel 021-4072239 cell 0834590802

WOOLWORTHS

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VISION: Restoring the natural resources necessary to unlock the full potential of nature, to improve the quality of life of our farming communities and that of our customers.

PURPOSE: FOOD THAT INSPIRES AND CARES