

FIRST AMENDMENT TO BYLAWS
OF
THE HOP QUALITY GROUP
A CALIFORNIA NONPROFIT MUTUAL BENEFIT CORPORATION

Article VI of the Bylaws of The Hop Quality Group, a California nonprofit mutual benefit corporation (the "**Company**"), is hereby amended as follows:

The following clarifications and limitations are hereby added to the membership qualifications set forth in Section 4.1 of the Company's Bylaws, certified by the Company's Secretary on January 20, 2011 (the "**Bylaws**").

For purposes of the membership qualification as set forth herein and in Section 4.1 of the Bylaws, the term "person" means, as applicable, an individual, partnership, limited partnership, limited liability company, corporation, trust, estate, association, or any other entity.

Notwithstanding the qualification for membership requirements set forth in Section 4.1 of the Bylaws, the following limitations shall apply. A person shall not be eligible for membership in the Company if (i) such person, directly or indirectly, holds a 5% or greater interest in any Hop Affiliated Business (as defined herein); (ii) the interest holder(s) in such person, directly or indirectly hold, in aggregate, a 5% or greater interest in any Hop Affiliated Business; or (iii) the aggregate interests held, directly or indirectly, in any Hop Affiliated Business by such person and any of such person's interest holder(s) equals 5% or greater. For purposes of the foregoing restrictions, the term "interest" shall be afforded its broadest interpretation within the sole reasonable discretion of the Company's Board of Directors. The term "**Hop Affiliate Business**" means any business or operation that cultivates hops, packages, or otherwise processes hops, brokers hops, or otherwise generally operates in the production and/or sale of hops, and shall include any affiliate of such business or operation. For purposes of the foregoing definition, the term "hops" shall include hops and all related products including, without limitation, hop pellets, hop extracts, hop oils, and similar derivative products.

For purposes of the foregoing paragraph, a person shall not be deemed to be ineligible for membership in the Company and shall not be deemed to hold any interest in a Hop Affiliated Business because it grows hops for decorative purposes or for Limited Usage (as defined herein). The term "**Limited Usage**" means (i) use of hops for internal purposes including, without limitation, brewing beer or manufacturing novelty products; and (ii) transferring, with or without consideration, small quantities of hops to other breweries, home-brew supply retailers, or to individuals. For purposes of the foregoing restriction exclusion, the term "Limited Usage" shall be afforded its broadest interpretation within the sole reasonable discretion of the Company's Board of Directors.

Any Certificate Holder of the Company who is in good standing as of the date of the adoption of this First Amendment to Bylaws (this "**Amendment**") who would have been otherwise disqualified from membership pursuant to the foregoing Hop Affiliated Business restrictions (each, a "**Hop Affiliated Member**") shall be allowed to remain a Certificate Holder provided that such Hop Affiliated Member remains in good standing,

such Hop Affiliated Member's membership does not lapse, for any reason, and such Hop Affiliated Member is not suspended pursuant to Section 4.5 of the Bylaws.

Except as expressly amended hereby, the Bylaws shall remain unchanged. From and after the date of adoption of this Amendment, references to the Bylaws shall be deemed to refer to the Bylaws as amended hereby. In the event of a conflict or inconsistency between the terms and conditions set forth in this Amendment and those set forth in the Bylaws, the terms and conditions of this Amendment shall control.

[SECRETARY'S CERTIFICATE FOLLOWS]

CERTIFICATE OF AMENDMENT OF BYLAWS

I, Alexandra Nowell, hereby certify that:

1. I am the Secretary of the Company; and
2. The foregoing First Amendment to Bylaws, consisting of one (1) page, is a true and correct copy of the First Amendment to Bylaws as duly adopted by the Company's Certificate Holders pursuant to Section 13.1 of the Bylaws on July 1, 2021, as applicable, at meeting of the Certificate Holders held on such date, or by written consent effective as of such date.

Dated: September 15, 2021



Alexandra Nowell, Secretary