



IN THE SUPREME COURT OF THE STATE OF DELAWARE

)
) C.A. No. 16,2022
)
) Court Below:
IN RE KRAFT HEINZ COMPANY)
DERIVATIVE LITIGATION) Court of Chancery of the State of
) Delaware, C.A. No. 2019-0587-
) LWW
)
)

**THE 3G APPELLEES’ JOINDER IN
THE KRAFT HEINZ APPELLEES’ ANSWERING BRIEF**

Appellees 3G Capital, Inc., 3G Capital Partners Ltd., 3G Capital Partners II LP, 3G Global Food Holdings GP LP, 3G Global Food Holdings LP, and HK3 18 LP (the “3G Appellees”), by and through their undersigned counsel, hereby join in, rely on, and incorporate by reference the arguments made in the Answering Brief of Appellees The Kraft Heinz Company, Bernardo Hees, Alexandre Behring, Jorge Paulo Lemann, Marcel Herrmann Telles, Paulo Basilio, David Knopf, and Eduardo Pelleissone (the “Kraft Heinz Appellees’ Answering Brief”).

For the reasons stated in the Kraft Heinz Appellees’ Answering Brief, the Complaint¹ did not set forth particularized factual allegations sufficient to plead that a majority of the relevant Board was interested or lacked independence,

¹ Capitalized terms not otherwise defined herein have the same meanings as set forth in the Kraft Heinz Appellees’ Answering Brief.

demand on the Board of directors was not excused, and the Court of Chancery's order granting Defendants' Motions to Dismiss should be affirmed.²

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Dated: March 31, 2022

² Because the Court of Chancery dismissed the Complaint pursuant to Court of Chancery Rule 23.1, the Court of Chancery did not address the 3G Appellees' motion to dismiss the Complaint under Court of Chancery Rule 12(b)(6) for failure to state a claim upon which relief can be granted. Accordingly, that aspect of the 3G Appellees' Motion to Dismiss is not a subject of this appeal.

CERTIFICATE OF SERVICE

I hereby certify that on this 31st day of March 2022, a copy of the foregoing

Joinder was served via *File & ServeXpress* upon the following attorneys of record:

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