

# MEMORANDUM OF UNDERSTANDING (MOU)

Between



## Kua's Founders

Darcy Small  
Hamish Toohey  
Digby Ayton  
Brianna Kerr

And



Commonfolk Coffee Company (**Commonfolk**)  
ABN 48 152 399 936  
16 Progress Street  
Bunurong Country / Mornington  
VIC 3931  
Australia

1 March 2023

On 1 March 2023, Kua will live as a brand under the Commonfolk family. This document details the agreement between **Kua's Founders** and **Commonfolk** of what aspects of impact will remain and expand after the merge is complete.

- 1 **DURATION**
  - A. This is a **Memorandum of Understanding** (MOU) between Kua's Founders and Commonfolk. The MOU will apply from **1 March 2023** and will continue to apply until written termination is provided by either party or an alteration of this MOU supersedes it.
  
- 2 **SCOPE**
  - A. Kua's Founders and Commonfolk are committed to maintaining a **positive and cooperative** working relationship.
  - B. Kua's Founders and Commonfolk will **act in accordance with the spirit and intent** of this MOU, even though both parties accept that it is not legally binding.
  
- 3 **OBJECTIVES**
  - A. Commonfolk will continue to:
    - i. **Sourcing:**

Source coffee in ways aligned with the key criteria detailed in Kua's Ethical Sourcing Framework.
    - ii. **Emissions:**

Measure and reduce Kua's Scope 3 emissions in line with the most up-to-date Greenhouse Gas (GHG) Protocol and offset emissions at 200% through a carbon credit scheme that aligns with the 3 Degrees Carbon Project Purchasing Criteria. Measurement, reduction and offsetting will occur on an annual basis.

**iii. Donation:**

Donate \$1 from every kilogram of coffee sold under the Kua brand to climate-related impact projects in countries of origin. Where possible, Commonfolk will prioritise partnership with local organisations.

**iv. Waste:**

Minimise waste wherever possible through spent coffee grounds collection and the use of reusable, recyclable and/or non-commercial grade compostable packaging.

Kua’s Founders acknowledge that the specifics of impact aspects i, ii, iii and iv will and should change over time in line with advancements in best practice.

As such, Commonfolk commits to review best practice methods annually for impact aspects i, ii, iii and iv listed above.

**4 RESPONSIBILITIES**

- A. Commonfolk will publish a **public impact report** for the Kua brand annually.
- B. When Commonfolk reports on the impact of coffee sold under Kua’s brand, it will **report against the four aspects of impact** noted above.
- C. Upon request, Commonfolk will **share data** on the impact of coffee sold under Kua’s brand **to enable customers to communicate** the impact of their individual coffee purchases.

**6 VARIATIONS**

- A. The parties may agree to vary any of the requirements of this MOU. Such agreement must be **in writing and signed** by both parties.

**Signed**

**By Kua Founders**

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\_\_\_\_\_  
Signature of Representative

***Darcy Small***

\_\_\_\_\_  
Name of Representative

*Founder*

\_\_\_\_\_  
Title of Representative

Date: 27/02/2023

**By Commonfolk Coffee Company**

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\_\_\_\_\_  
Signature of Representative

***Samuel Keck***

\_\_\_\_\_  
Name of Representative

*Managing Director*

\_\_\_\_\_  
Title of Representative

Date: 27/02/2023

\*

\_\_\_\_\_  
Signature of Representative

***Hamish Toohey***

\_\_\_\_\_  
Name of Representative

*Founder*

\_\_\_\_\_  
Title of Representative

Date: 27/02/2023

\*

\_\_\_\_\_  
Signature of Representative

***Digby Ayton***

\_\_\_\_\_  
Name of Representative

*Founder*

\_\_\_\_\_  
Title of Representative

Date: 27/02/2023

\*

\_\_\_\_\_  
Signature of Representative

***Brianna Kerr***

\_\_\_\_\_  
Name of Representative

*Founder*

\_\_\_\_\_  
Title of Representative

Date: 27/02/2023

\*

\_\_\_\_\_  
Signature of Representative

***Thomas Terlaak***

\_\_\_\_\_  
Name of Representative

*General Manager*

\_\_\_\_\_  
Title of Representative

Date: 27/02/2023

\*Signatures omitted from this version for security purposes but rest assured, it has been signed by all parties on our end. Happy days!