

REED’S, INC.

RELATED PERSON TRANSACTIONS POLICY

Reed’s, Inc. (the “**Company**”) has adopted this Related Person Transactions Policy to set forth the procedures for the identification, review, consideration, and approval, ratification or prohibition of “Related Person Transactions” (as defined below) involving any “Related Person” (as defined below) by the Board of Directors of the Company (the “**Board**”) or any committee of the Board (the “**Approving Body**”), where a majority of the directors of such Approving Body (i) are not a party to the Related Person Transaction and do not have a material interest in the Related Person Transaction or a material relationship with a person that has a material interest in the Related Person Transaction (each, a “**Disinterested Director**”) and (ii) are independent in accordance with applicable stock exchange listing requirements; provided that if a majority of the members of the Board are not Disinterested Directors, the Approving Body shall be a committee of the Board that consists of two or more directors, each of whom is a Disinterested Director and independent. In the absence of an alternative designation, the Board has designated the Audit Committee of the Board to serve as the Approving Body.

Notwithstanding the foregoing, any employment relationship or transaction involving an executive officer of the Company and any related compensation must be approved by the Compensation Committee of the Board or recommended by the Compensation Committee to the Board for its approval in accordance with the Company’s Compensation Committee Charter.

This policy has been approved by the Board. The Audit Committee will review and recommend to the Board, from time to time, any amendments to this policy.

DEFINITIONS

“**Related Person**” shall have the meaning given to such term in Item 404(a) of Regulation S-K as follows:

- any person who is, or was at any time since the beginning of the Company’s last fiscal year (or, to the extent the Company is a “smaller reporting company” under applicable Securities and Exchange Commission rules, since the beginning of the fiscal year prior to the last fiscal year), (i) a director or executive officer of the Company or a nominee to become a director of the Company or (ii) an immediate family member (as defined below) of a director or executive officer of the Company or a nominee to become a director of the Company; or
- a securityholder, or an immediate family member of such securityholder, known by the Company to be the beneficial owner of more than 5% of any class of the Company’s voting securities at the time of occurrence or existence of the Related Person Transaction (a “**significant stockholder**”).

An “**immediate family member**” means (i) any child, stepchild, parent, stepparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law of such person, and (ii) any other person (other than a tenant or employee) sharing the household of such person.

“**Related Person Transaction**” means any transaction that would be required to be disclosed pursuant to

Item 404(a) of Regulation S-K. A “transaction” includes, but is not limited to, any financial transaction, arrangement or relationship (including any indebtedness or guarantee of indebtedness) or any series of similar transactions, arrangements or relationships.

IDENTIFICATION OF RELATED PERSONS AND DISSEMINATION OF INFORMATION

Each director and executive officer shall, and the Company shall request each “significant stockholder” to, notify all of (a) his or her “immediate family members”, and (b) his, her or its (if the “significant stockholder” is an entity) “affiliates” (as defined below), including any “significant stockholder” with which a director or executive officer is associated or affiliated, requiring that, before they or, with respect to “immediate family members” of the foregoing persons, any of their “affiliates” may engage in any Related Person Transaction, they must inform the director or executive officer or “significant stockholder” in advance and may not proceed with the transaction in the absence of approval pursuant to this policy. The director or executive officer or “significant stockholder” shall report the proposed transaction to the management of the Company for consideration and approval by the Approving Body as a Related Person Transaction in accordance with the terms of this policy. For purposes of this policy, an “*affiliate*” is any firm, corporation or other entity in which, as applicable, any director, executive officer, “significant stockholder” or “immediate family member” of the foregoing is an executive officer, partner or principal or holds a similar control position or in which any such person has a 1% or greater beneficial ownership interest.

In addition, if any director or executive officer becomes aware of a potential Related Person Transaction involving a “significant stockholder” or its “affiliate” that is not otherwise associated with a director or executive officer, he or she shall be obligated to report the proposed transaction to the management of the Company for consideration and approval by the Approving Body as a Related Person Transaction in accordance with the terms of this policy.

ADVANCE APPROVAL OF RELATED PERSON TRANSACTIONS

Under this policy, any proposed transaction that has been identified as a Related Person Transaction may be consummated or any Related Person Transaction may be materially amended only following approval by the Approving Body in accordance with the provisions of this policy.

RATIFICATION OF RELATED PERSON TRANSACTIONS

Under this policy, any Related Person Transaction, if not a Related Person Transaction when originally consummated, or if not initially identified as a Related Person Transaction prior to consummation, shall be submitted to the Approving Body for review and ratification in accordance with the approval policies set forth in this policy as soon as reasonably practicable. The Approving Body shall consider whether to ratify and continue, amend and ratify, or terminate or rescind such Related Person Transaction. A Related Person Transaction entered into without pre-approval of the Approving Body shall not be deemed to violate this policy, as long as the transaction is subsequently ratified by the Approving Body.

APPROVAL PROCESS AND GUIDELINES

1. In the event that the Company proposes to enter into, or materially amend, a Related Person Transaction, management of the Company shall present such Related Person Transaction to the Approving Body for review, consideration, and approval, or prohibition. The presentation shall include, to the extent reasonably available, a description of (a) all of the parties thereto, (b) the interests, direct or indirect, of any Related Person in the transaction in sufficient detail so as to enable the Approving Body to fully assess such interests, including any involvement in the initiation, negotiation, or approval of the transaction, (c)

the business purpose for entering into the transaction, (d) all of the material facts of the proposed Related Person Transaction, including the proposed aggregate value of such transaction, or, in the case of indebtedness, that amount of principal that would be involved, (e) the benefits to the Company of the proposed Related Person Transaction, (f) if applicable, the availability of other sources of comparable products or services, (g) an assessment of whether the proposed Related Person Transaction is on terms that are comparable to the terms available to or from, as the case may be, an unrelated third party or to employees generally, (h) whether the Related Person Transaction complies with the terms of the Company's agreements (including any agreements governing the Company's material outstanding indebtedness) that limit or restrict the Company's ability to enter into a Related Person Transaction, (i) whether the Related Person Transaction may constitute a "personal loan" for purposes of Section 402 of the Sarbanes-Oxley Act of 2002, and (j) management's recommendation with respect to the proposed Related Person Transaction.

In the event the Approving Body is asked to consider whether to ratify an ongoing Related Person Transaction, in addition to the information identified above, the presentation shall include a description of the extent of work performed and remaining to be performed in connection with the transaction and an assessment of the potential risks and costs of termination of the transaction, and where appropriate, the possibility of modification of the transaction.

2. The Approving Body, in approving or prohibiting the proposed Related Person Transaction, shall consider all the relevant facts and circumstances deemed relevant by and available to the Approving Body, including, but not limited to (a) the risks, costs, and benefits to the Company, (b) in the event the Related Person is a director, an immediate family member of a director, or an entity in which a director is a partner, shareholder or executive officer, the impact on a director's status as (i) an independent director under the rules of the applicable stock exchange, including any additional independence requirements specific to compensation committee membership set forth in such rules if such non-employee director serves, or such non-employee nominee will serve, on the Compensation Committee of the Board, or Rule 10A-3 of the Securities Exchange Act of 1934, as amended (the "*Exchange Act*"), if such non-employee director serves, or such non-employee nominee will serve, on the Audit Committee of the Board; and (ii) a "non-employee director" under Rule 16b-3 under the Exchange Act, if such non-employee director serves, or such non-employee nominee will serve, on the Compensation Committee of the Board, (c) the terms of the transaction, (d) the availability of other sources for comparable services or products and (e) the terms available to or from, as the case may be, unrelated third parties or to or from employees generally. The Approving Body shall approve only those Related Person Transactions that are in, or are not inconsistent with, the interests of the Company and its stockholders, as the Approving Body determines in the good faith exercise of its discretion.

CONTINUING OVERSIGHT OF RELATED PERSON TRANSACTIONS

The Approving Body shall conduct appropriate continuing oversight of any previously approved or ratified Related Person Transactions. Based on all relevant facts and circumstances, taking into consideration the Company's contractual obligations, the Approving Body shall determine if it is in the best interests of the Company and its stockholders to continue, modify or terminate the Related Person Transaction. With respect to any Related Party Transaction that constitutes a series of similar transactions, arrangements, or relationships expected to continue in the future, the Approving Body, in approving such transaction, may adopt specific terms and conditions or guidelines with respect to such Related Party Transaction.

TRANSACTIONS EXEMPT FROM THE POLICY

The types of Related Person Transactions set forth on Appendix I to this policy are deemed to be approved or ratified (as applicable) under the terms of this policy to the extent such transactions would have otherwise been subject to this policy.

Approved by the Board of Directors: October 20, 2025

Effective: October 20, 2025

Appendix I

1. Any indemnification payments and advancement of expenses made pursuant to the Company's Certificate of Incorporation or Bylaws or pursuant to any agreement or instrument.