

EL ORO MINING & EXPLORATION COMPANY LIMITED
(Registered in England and Wales - No. 00424098)

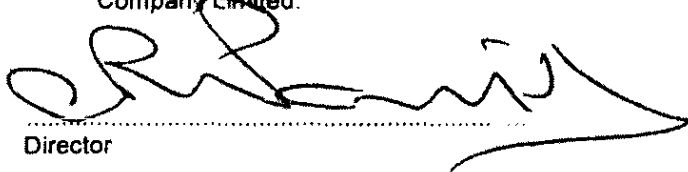
WRITTEN RESOLUTION

On 28 May 2019, the following resolution was duly passed as a written resolution in accordance with the requirements of sections 288 to 300 Companies Act 2006 by the sole member of the Company.

As a special resolution in accordance with section 283 Companies Act 2006

THAT:

- (a) the whole amount standing to the credit of the Company's share premium account as at 28 May 2019 (being £2,435) be cancelled; and
- (b) the issued share capital of the Company be reduced from £451,113.50, divided into 4,511,135 ordinary shares of 10 pence each (**Ordinary Shares**), all of which are fully paid, to £0.10 comprising one Ordinary Share of 10 pence by cancelling all the issued Ordinary Shares, other than one Ordinary Share registered in the name of and owned by El Oro and Exploration Company Limited.



Director