Company number: 07710095

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF THE SOLE MEMBER

OF

SWISSQUOTE LTD (the "Company")

WEDNESDAY

A6WUPCKB
A13 03/01/2018 #244
COMPANIES HOUSE

CIRCULATION DATE: 08 December 2017

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**2006 Act**), the directors of the Company propose that the resolutions set out below are passed as ordinary resolutions of the Company (**Resolutions**):

ORDINARY RESOLUTIONS

THAT the directors be and they are empowered to allot 500,000 (five hundred thousand) ordinary shares of £1 each in the capital of the Company pursuant to the authority conferred by on them by the Company's articles of association.

THAT in accordance with section 175 of the 2006 Act, the directors be given authority to authorise matters giving rise to an actual or potential conflict.

THAT in accordance with section 551 of the 2006 Act, the directors be given the powers to allot shares in the Company or to grant rights to subscribe for or to convert any security into such shares in the Company up to an aggregate nominal amount of £500,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date falling 5 years after the date upon which this resolution was passed save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the 2006 Act.

The undersigned, being the only person entitled to vote on the above Resolutions on the Circulation Date hereby irrevocably agrees to the Resolutions:

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For and on behalf of **Swissquote Bank SA**

Date:

SWISSQUOTE BANK SA
Ch. de la Crétaux 33, CP 319, CH-1196 Gland
T. +41 22 999 94 11 , F. +41 22 999 94 12
www.swissquote.ch

NOTES:

1 If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company's registered office at Boston House, 63-64 New Broad Street, London, EC2M 1JJ.

2 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

3 Unless, within 28 days of the circulation of the Resolutions, sufficient agreement has been reached for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before this date.

4 If you are signing this document on the behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.