

Company number 09285310

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

ASSETZ EXCHANGE LIMITED (the Company)

21 March 2019

We, the undersigned, being the members of the Company entitled to attend and vote at general meetings of the Company as at the Circulation Date, hereby irrevocably agree to the following resolutions (the "Resolutions"), which is proposed by the directors of the Company (the "Directors") to be passed as an ordinary resolution or special resolution (as indicated below) of the Company in accordance with Chapter 2 of Part 13 of the Companies Act 2006 (as amended) (the "2006 Act").

ORDINARY RESOLUTION

- 1 **THAT** the Directors be and they are hereby generally and unconditionally authorised, for the purposes of section 551 of the 2006 Act, to allot relevant securities up to an aggregate nominal amount of £11.7647 Ordinary Shares of £0.0001, provided that this authority shall expire (unless previously revoked, varied or renewed) on the fifth anniversary of these Resolutions, but so that such authority shall allow the Company to make offers or agreements before the expiry of such authority which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such offers or agreements as if the power conferred hereby had not expired.

SPECIAL RESOLUTION

- 2 **THAT**, subject to the passing of resolution 1 and in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall:

be limited to the allotment of equity securities up to an aggregate nominal amount of £11.7647; and

expire on the fifth anniversary of these Resolutions (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

THURSDAY

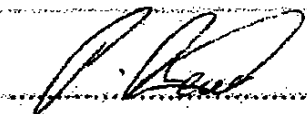


A15 *A82748E3* 28/03/2019 #24
COMPANIES HOUSE

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, a person entitled to vote on the Resolutions on 21 March 2019, hereby irrevocably agrees to the Resolutions:



Date 21 March 2019

PETER READ



Date..... 2019

MICHAEL READ

Date 21/3 2019

STUART ALEXANDER LAW

Date..... 2019

JANICE BANCROFT

Date..... 2019

For and on behalf of ASSETZ CAPITAL
LIMITED

Date..... 2019

For and on behalf of LONDON & EASTERN
TRADING LIMITED

Date..... 2019

YOGENDRA DEEP SINGH

Date..... 2019

ANTHONY DEAL

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, a person entitled to vote on the Resolutions on 21/03 2019, hereby irrevocably agrees to the Resolutions:

..... Date..... 2019

PETER READ

..... Date..... 2019

MICHAEL READ

..... Date..... 2019

STUART ALEXANDER LAW



Date 21/03 2019

JANICE BANCROFT

..... Date..... 2019

For and on behalf of ASSETZ CAPITAL LIMITED



Date 21/03 2019

For and on behalf of LONDON & EASTERN TRADING LIMITED

..... Date..... 2019

YOGENDRA DEEP SINGH

..... Date..... 2019

ANTHONY DEAL

..... Date..... 2019

CHARLES BELLHOUSE

..... Date..... 2019

PATRICK KIRWAN

..... Date..... 2019

CHARLES FERGUSON-DAVIES

..... Date..... 2019

MARTIN READ

..... Date..... 2019

MARCUS TREGONIG

..... Date..... 2019

ANGUS CORDY SIMPSON

..... Date..... 2019

HUGH ACLAND

..... Date..... 2019

LACHLAN TRETHAM

..... Date..... 2019

TONY ROBINSON

..... Date..... 2019

JEFF MARSHALL

.....

Date..... 2019

TOBY FRANKLIN

.....

Date..... 2019

ARNOLD SPRUIT

.....

Date..... 2019

CHRIS ROOKE

.....

Date..... 2019

PAUL TILLEY

NOTES

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- (a) **By hand:** delivering the signed copy to a director of the Company
- (b) **Post:** returning the signed copy by post to Sarah John at Assetz House, Manchester Green, 335 Styal Road, Manchester M22 5LW.
- (c) **By email:** signing, scanning and sending to sarah.john@assetzcapital.co.uk

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

- 2 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 3 Unless sufficient agreement has been received for the Resolutions to pass by the date that the Resolutions lapses, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
- 4 If you are signing this document on 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.