

**NCHAIN UK LIMITED**  
**(the “Company”)**  
**PRIVATE COMPANY LIMITED BY SHARES**

**SHAREHOLDER’S WRITTEN RESOLUTIONS**

**CIRCULATED ON 20 JUNE 2022**

**PURSUANT TO CHAPTER 2 OF PART 13**

**OF THE COMPANIES ACT 2006**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the director of the Company proposes that the following resolutions be passed as ordinary and special resolutions respectively.

**ORDINARY RESOLUTIONS**

**THAT:**

1. the 1 issued ordinary share of £1 in the capital of the Company be sub-divided into 1000 ordinary shares of £0.001 each in the capital of the Company, such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the existing ordinary share of £1 each in the capital of the Company as set out in the Company’s articles of association for the time being; and
2. in accordance with section 551 of the Companies Act 2006, the director of the Company be generally and unconditionally authorised to allot ordinary shares of £0.001 each in the Company up to an aggregate nominal amount of £0.50, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 30 September 2022 (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).

**SPECIAL RESOLUTIONS**

**THAT:**

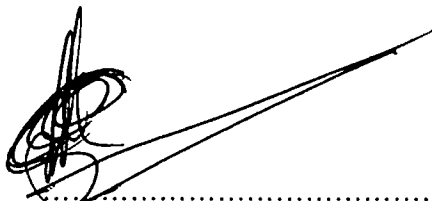
3. the Articles of Association of the Company shall be amended by:
  - 3.1 the deletion of article 3 (company’s objects) in its entirety; and
  - 3.2 the deletion of article 24 (1) (statement of capital) in its entirety;
4. the directors be empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities (as defined in section 560 of that Act) for cash pursuant to the general authority conferred on them by resolution 2 as if section 561 of that Act did not apply to any such allotment. This authority shall be limited to the allotment of equity securities up to an aggregate nominal amount of £0.50 and expire, unless previously revoked or renewed by the Company, on 30 September 2022 except that the Company may before such expiry make any 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 such an offer or agreement as if the power conferred by this resolution had not expired.

We, the undersigned, who were at the time that the Written Resolutions were circulated entitled to vote on the Written Resolutions, irrevocably agree to the Written Resolutions.

SIGNED for and on behalf of  
**NCHAIN AG, by Stefan Matthews,**  
its duly authorised signatory

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Date *21 June 2022* .....