

Rebel Energy Ltd.

Written Resolutions of the Company Shareholders

We, the undersigned, being all the directors and shareholders of Rebel Energy Ltd. (the “Company”), with the company incorporation number 10952085, whose registered office is at First Floor, 10 Queen Street Place, London, England, EC4R 1BE, UK., pursuant to the Company’s Articles of Association, hereby consent to the following actions and adopt the resolutions as set out below:-

1. AUTHORISED SHARE CAPITAL

WHEREAS, IT WAS NOTED THAT the Company was in a phase of gathering new investors to enable growth and development, the Company directors have proposed that the Authorised Share Capital of the Company be increased from 2,000 shares of .01 GBP par value, to 250,000 of .01 GBP par value.

IT WAS UNANIMOUSLY RESOLVED by all Shareholders that the Directors increase the Company’s Authorised Share Capital with immediate effect.

2. STOCK SPLIT

WHEREAS, IT WAS NOTED THAT the Company was in a phase of restructuring its share capital. The directors proposed that existing allotted shares be subject to a stock split with the ration of 30.6:1, in effect allocating 30.6 new shares for every previously held ordinary share.

IT WAS UNANIMOUSLY RESOLVED by all Shareholders that the Directors enact the share split at a ratio of 30.6 to 1.

3. SHARE CLASS RESTRUCTURE

WHEREAS, IT WAS NOTED THAT the Company Directors proposed to shareholders that an additional share class should be created in order to protect the ethical and social missions of the company. Accordingly, it was proposed:

- a. Existing Ordinary Shares in the Company be renamed henceforth as ‘Ordinary Class A Shares’
- b. A new share class be created called ‘Ordinary B Class Shares’
- c. One Share be Authorised and issued in the B Class Shares of no-par value and with no profit rights but holding a deciding vote on any amendments to the following articles and appendices of the company: 2, 6, 54 (1), 55 and appendix A.
- d. Mr Dan Bates would be appointed to hold this B Share temporarily on a trustee basis until such time as the Company has appointed a permanent set of trustees in order to protect the stewardship of the company ethos.

IT WAS UNANIMOUSLY RESOLVED by all Shareholders that share class restructure should be implemented immediately by the Directors, as per steps outlined above.

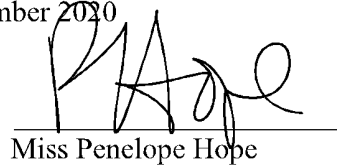
4. ADOPTION OF NEW ARTICLES OF ASSOCIATION

WHEREAS, IT WAS NOTED THAT the Directors presented the Shareholder with the new Articles of Association for the Company, prepared to enable the smooth running of the company into the future.

IT WAS UNANIMOUSLY RESOLVED by the Shareholders to adopt the new Articles of Association.

IN WITNESS WHEREOF, the undersigned has executed these resolutions in writing as of the date indicated hereunder and acknowledges that the effective date of these resolutions is as stated below.

Dated this 25th day of September 2020


Mr Daniel Bates
Miss Penelope Hope
Mrs Sarah Hedley Bates