

Company number 11858893

**PRIVATE COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION  
of  
GEODB BLOCKCHAIN LIMITED ("Company")**

31st JULY .....2019 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("CA 2006"), the directors of the Company ("**Directors**") propose that the following resolutions are passed as ordinary and special resolutions as specified ("**Resolution**").

**SPECIAL RESOLUTION**

**1. Adoption of Amended Articles of Association**

That the Company adopt amended Articles of Association as are attached to this resolution ("**Amended Articles**") and which are by this resolution adopted as the amended Articles of Association in substitution for and to the complete exclusion of the existing articles of association of the Company.

**ORDINARY RESOLUTIONS**

**2. Authority to Allot**

That, in accordance with section 551 of the CA 2006, the Directors be generally and unconditionally authorised to allot Ordinary Shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £1,200,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire 12 months after the date of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This resolution shall become effective on the receipt of the relevant subscription monies and should any of the investors fail to advance their subscription monies, the relevant shares shall not be allotted to that investor and the number of shares allotted shall be adjusted down accordingly or reallocated to an alternative investor on the same terms as that of the original. This authority revokes and replaces all unexercised authorities previously granted to the Directors.

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## SPECIAL RESOLUTION

### 3. Disapplication of Pre-Emption Rights

That, subject to section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 2, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall be limited to the nominal amount and time period specified in resolution 2 (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.

## AGREEMENT

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

The undersigned, being persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

Signed by LAURA PONS GARCÍA CASTRILLÓN LEGAL REPRESENTATIVE OF CRYPTOWER LABS SLU  
*Print Name* *Signature*

Date: 31st JULY 2019

MANUEL DE LA ESPERANZA FERNÁNDEZ PALACIOS

31st JULY 2019

LUIS GELADO CRESPO

31st JULY 2019

ALEJANDRO GORDILLO LÓPEZ

31st JULY 2019

LUIS GELADO CRESPO

LEGAL REPRESENTATIVE OF DELOREAN STUDIOS SL

MANUEL DE LA ESPERANZA

LEGAL REPRESENTATIVE OF DELOREAN STUDIOS SL

31st JULY 2019