

COMPANY NUMBER: 13310485

INTERNATIONAL TECH & FINTECH PLC (the Company)

RECORD OF GENERAL MEETING

Chair: Leon Filipovic

Present: Leon Filipovic

In Attendance:

1. QUORUM

IT WAS NOTED that a quorum was present.

2. CONSENT TO SHORT NOTICE

The Chair announced that all the members of the Company having the right to attend and vote at the meeting had consented to the meeting being held at short notice.

3. RESOLUTIONS

The following resolutions were duly proposed and voted on and the Chair declared that resolution had all been passed on a show of hands:

ORDINARY RESOLUTIONS

To consider and, if thought fit, approve the following resolutions that will be proposed as ordinary resolutions:

- 1 **THAT**, subject to Resolution 3 below, the directors are generally and unconditionally authorised, for the purpose of section 551 of the Companies Act 2006 and generally, to exercise all and any powers of the Company to allot shares and to grant rights to subscribe for, or to convert any security into, shares in the Company to any person, at any time and subject to any terms and conditions as the directors think proper, up to an aggregate nominal amount of £83,360 and this authority shall:
 - 1.1 expire (unless previously varied as to duration or renewed by ordinary resolution of the Company) five years after the date on which this resolution is passed, except that the Company may, before such expiry, make any offer or agreement which would or might require shares to be allotted or such rights to be granted after such expiry (and the directors may allot shares or grant such rights in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired); and
 - 1.2 apply insofar as it has not expired or been waived or revoked by ordinary resolution of the Company and shall be in substitution all and any existing authorities to allot shares and to grant rights to subscribe for, or to convert any security into, shares in the Company that have been granted by ordinary resolution;
- 2 **THAT**, in accordance with section 618 of the Companies Act 2006, the 1 ordinary share of £1.00 each in the issued share capital of the Company be sub-divided into 5,988 Ordinary Shares of £0.000167 each, such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the existing ordinary share of £1.00 each in the capital of the Company as set out in the Company's articles of association for the time;

SPECIAL RESOLUTIONS

To consider and, if thought fit, approve the following resolutions that will be proposed as special resolutions:

- 3 **THAT**, the directors be empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities (as defined in section 560 of the Companies Act 2006) for cash pursuant to the general authority conferred on them by resolution 1 as if section 561 of the Companies Act 2006 did not apply to any such allotment or sale. This authority shall expire, unless previously revoked or renewed by the Company in general meeting, five years after the date on which this resolution is passed 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.
- 4 **THAT**, the regulations contained in the document attached to the written resolutions as circulated to the members be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association.
- 5 **THAT**, the Company change its name to GS Chain PLC.

4. OTHER BUSINESS

There being no further business, the Chair declared the meeting closed.

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Chair

Date: 09.04.2011.