

Company number: 05940040

ORDINARY/SPECIAL RESOLUTIONS

of

BRAINJUICER GROUP PLC

Passed on 22 March 2017

At the first general meeting of BrainJuicer Group PLC (the "Company") in 2017, duly convened and held at Russell Square House, 10-12 Russell Square, London, WC1B 5EH the following resolutions were duly passed by the Company as ordinary and or special resolutions as indicated:

SPECIAL RESOLUTION

1. That, the registered name of the Company be changed to System1 Group PLC.

ORDINARY RESOLUTION

2. That:

(a) the System1 Group PLC Long Term Incentive Plan (the "LTIP"), the principal terms of which are summarised in Appendix B to the Notice of General Meeting and the rules of which are produced at the General Meeting and for the purposes of identification initialled by the Chairman, be and is hereby approved and that the Directors be authorised to do all acts and things which they may consider necessary or expedient to carry the LTIP in to effect; and

(b) the Directors be and are hereby authorised to establish such further plans based on the LTIP or schedules to the LTIP as they consider necessary or desirable but which have been modified to take account of local tax, exchange control or securities laws in overseas territories, provided that any shares made available under such further plans or schedules are treated as counting against any limits on individual or overall participation in the LTIP."



Chairman