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Asset Match Limited

Minutes of Board Meeting 9 00am September 26th, 2016

Held at 1 Bow Lane (address as above)

Present – S J Lucas, I N Baillie, M Rees-Mogg

Resolution Share Issuance and Amendment of Articles of Association

The Board wishes to approve the above resolutions and empower the Directors to proceed with necessary issuance, from time to time

Share Issuance

Asset Match is currently carrying out a £2 5mln fundraise and will need to issue up to 250,000 new ordinary shares of £0 0001 each in the capital of the Company

Shareholder approval has been sought to pass a written resolution to allow this share issuance to take place within 12 months of the resolution, and therefore not apply paragraph 4 10 1 of the Company's Articles of Association

The written resolution proposed above requires shareholders' special consent, and the approval of shareholders holding not less than 75 per cent in nominal value of the issued ordinary share capital of the company

Shareholders representing approximately 87 9 per cent of the issued share capital of the company have provided irrevocable undertakings to vote in favour of the proposals

The Board wishes to therefore proceed with the fundraise on this basis

Amendment to Articles of Association

The Board wishes to amend paragraph 4 10 2 of the Company's Articles of Association to increase the issuance capacity of options issued to employees

This is currently 10 per cent of the issued share capital and shareholder approval is sought to pass a written resolution to amend this amount to 15 per cent of the issued share capital

Asset Match Limited
Registered in England and Wales
Company Number 7681197

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Shareholders representing approximately 87.9 per cent of the issued share capital of the company have provided irrevocable undertakings to vote in favour of the proposals

The Board wishes to therefore amend the Company's Articles of Association accordingly

There being no further business, the meeting terminated



S Lucas
Chairman