Company number 8852503

Ordinary Resolution

of

the holders of Z Preferred Shares in

Fuel 3D Technologies Limited (Company)

passed on 26th August 2014

The following resolution was duly passed as an ordinary resolution of the holders of Z Preferred Shares of £0 001 each in the Company on 26th August 2014 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006 (the "Act")

Ordinary Resolution:

1   That, in accordance with article 34 1 of the articles of association of the Company, those persons being the holders of the Z Preferred Shares of £0 001 each in the capital of the Company, hereby irrevocably agree, consent to and sanction the passing of Resolution number 1 set out in the draft written resolution attached, and every variation, modification or abrogation of the rights, privileges and restrictions attaching to the Z Preferred Shares of £0 001 each as a class of shares which will or may be effected thereby
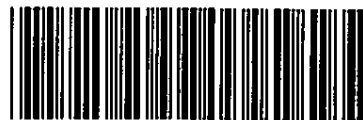
Signed   ... ..   Fiona Young (Company Secretary)

Date   26th August 2014

Draft

Company No 8852503

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WRITTEN RESOLUTIONS

of

FUEL 3D TECHNOLOGIES LIMITED

(the "**Company**")

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Pursuant to section 281(1)(a) of the Companies Act 2006 (the "**Act**")

Circulation date

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Pursuant to section 291 of the Act, the directors of the Company propose that Resolution 1 below is passed as a special resolution of the Company

Special Resolution.

1   THAT the articles of association of the Company be amended as follows

in Article 1 2, by deleting the definition of "Adoption Date" and replacing it with the following definition

"Adoption Date   22nd January 2014,

in Article 1 2, by amending the definition of "Financing" by deleting the words "after 30 September 2014" and replacing them with the words "after 30 November 2014",

in Article 1 2, by amending the definition of "Second Financing Round" by deleting the words "before 30 October 2014" and replacing them with the words "before 30 November 2014", and

in Article 1 2, by amending the definition of "Shareholders' Agreement" by deleting the words "date of adoption of these articles" and replacing them with the words "Adoption Date"