

Company number 8852503

Written Resolutions

of

Fuel 3D Technologies Limited (Company)

passed on 12th May 2020

The following resolution 2 was duly passed as an ordinary resolution of the Company and resolutions 1 and 3 were duly passed as special resolutions on 12th May 2020 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006 (the "Act").

Special resolution:

- 1 THAT** the regulations contained in the draft articles of association attached to these Resolutions be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the Company's existing articles of association.

Ordinary resolution:

- 2 THAT**, subject to the passing of Resolution 1, the directors be generally and unconditionally authorised pursuant to section 551 of the Act to create, allot, and to grant rights to subscribe for up to 168,404,350 shares of £0.0001 each in total, such authority to expire (unless previously renewed, varied or revoked by the Company) on the fifth anniversary of the date on which this Resolution 1 is passed, save that the Company may, before the expiry of this authority, make an offer or agreement which would or might require shares to be allotted, or rights to subscribe for or to convert any security into shares to be granted, after the expiry of this authority and the directors may allot shares, or grant rights to subscribe for or convert any security into shares, in pursuance of that offer or agreement as if this authority had not expired. This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Act, but without prejudice to any allotment of shares or grant of rights to subscribe for or convert any security into shares already made or offered or agreed to be made pursuant to such authorities.

Special resolution:

- 3 THAT**, subject to the passing of Resolutions 1 and 2 and in accordance with section 570 of the Act, the directors be generally empowered to create and allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolution 2 (the "Authority") as if section 561 of the Act and article 30 of the Company's Articles of Association did not apply to any such allotment. This power shall cease to have effect when the Authority is revoked or, if not revoked, expires; but the Company may make an offer or agreement before expiry of this power which would, or might, require equity securities to be allotted after the expiry of this power and the directors may allot equity securities in pursuance of that offer or agreement as if this power had not expired.

Signed.....

Fiona Young (Company Secretary)

Date: 21st May 2020

