

Resolutions passed on 9 October 2022



CoinJar UK Limited
CRN 08905988
133 Whitechapel High Street
London E1 7QA, United Kingdom

SPECIAL RESOLUTION OF MEMBERS *Section 283(3) Companies Act 2006*

1. Background

- a. CoinJar UK Limited (company number 08905988) (**Company**) is a company registered in England and Wales. The Company has adopted the document titled "Model Articles For Private Companies Limited By Shares" (**Articles of Association**) (see **Annexure A**) as its articles of association.
- b. On 27 June 2018, Ryan Tong Zhou was terminated as a director of the Company.
- c. Paragraph 11 of the Articles of Association states that:
 - (2) The quorum for directors' meetings may be fixed from time to time by a decision of the directors, but it must never be less than two, and unless otherwise fixed it is two.
 - (3) If the total number of directors for the time being is less than the quorum required, the directors must not take any decision other than a decision—
 - (a) to appoint further directors, or
 - (b) to call a general meeting so as to enable the shareholders to appoint further directors.
- d. The members of the Company, by unanimous consent, wish to adopt an amended articles of association to allow a quorum for director's meetings to be one director, and to ratify all resolutions made by the Company's Board of Directors at all directors' meetings held between 27 June 2018 and 6 October 2022.

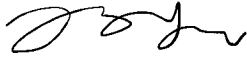
2. Special Resolutions

We, the undersigned, by unanimous consent of the members of the company and being members representing not less than 75% of the total voting rights of eligible members of the Company, **RESOLVE** as special resolutions:

- a. to adopt the articles of association set out in **Annexure B**; and

- b. to ratify all resolutions made by the Company's Board of Directors at all directors' meetings held between 27 June 2018 and 6 October 2022.

EXECUTED by **CoinJar Pty Ltd**
ACN 163 543 824 in accordance with section 127
of the *Corporations Act 2001* (Cth) (Australia):



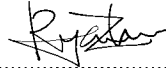
.....
Signature of Director

Asher Tan Meng

....Yuan.....

Print Name

DATE: 06 / 10 / 2022



.....
Signature of Director / Secretary

Ryan Tong Zhou

.....
Print Name

DATE: 09 / 10 / 2022

Annexure A - Articles of Association

Annexure B - Articles of Association (to be adopted)