

Company no. 11201788

Tokenanalyst Limited

(the "Company")

WEDNESDAY



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09/05/2018

COMPANIES HOUSE

#31

MEMBERS' WRITTEN RESOLUTIONS PURSUANT TO  
CHAPTER 2 OF PART 13 OF THE COMPANIES ACT 2006 (the "Act")

27 March 2018 (the "Circulation Date")

Passed 27 March 2018

We, the undersigned, being the members of the Company entitled to attend and vote at general meetings of the Company, pursuant to Chapter 2 of Part 13 of the Act, hereby AGREE and RESOLVE that the below resolutions take effect as if they had been passed as, in the case of resolutions 1 and 2, an ordinary resolution and, in the case of resolutions 3 and 4, special resolutions of the Company at a general meeting duly convened and held.

**Ordinary Resolutions**

1. **THAT** in accordance with section 551 of the Act, the directors be and are hereby generally and unconditionally authorised to exercise all powers of the Company to allot A ordinary shares of £0.01 each in the capital of the Company up to a maximum aggregate nominal value of £8 (the "**New Shares**"), provided that this authority shall unless renewed, varied or revoked by the Company prior to such date, expire five years from the date of passing of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require the New Shares to be allotted after such expiry and the directors may allot the New Shares in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired.
2. **[THAT**, in accordance with section 551 of the Act, the directors be and are hereby generally and unconditionally authorised to allot shares to directors, employees and consultants of or to the Company and to grant options to such persons ("**Options**") to subscribe for ordinary shares of £0.01 each in the capital of the Company ("**Option Shares**") and to allot such Option Shares up to a maximum option pool of £10 Ordinary Shares (the "**Share Option Pool**"), provided that this authority shall unless renewed, varied or revoked by the Company prior to such date, expire five years from the date of passing of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require such Options to be granted or Option Shares to be allotted after such expiry and the directors may grant Options or allot Option Shares in pursuance of such offer as if the authority conferred hereby had not expired.]

### **Special Resolutions**

3. **THAT**, the articles of association contained in the document attached as the Exhibit (the **"New Articles"**) be and hereby are approved and adopted as the new articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association.
  
4. **THAT** in accordance with section 570 of the Act and the New Articles, the directors be generally empowered to allot the equity securities described in resolutions 1 and 2 above as if any restrictions as to pre-emption, including but not limited to any restrictions contained in the New Articles, did not apply to such allotment, and any rights of pre-emption in connection therewith are hereby waived.

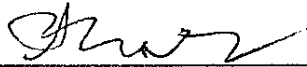
*[Signature pages to follow]*

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the above resolutions (the "**Resolutions**").

The undersigned, being the members of the Company and entitled to vote on the Resolutions, hereby irrevocably agree to the Resolutions. The Resolutions will be passed once sufficient agreement has been received from the required majority of eligible members to the Resolutions.

Signed: \_\_\_\_\_



Shareholder's Name: Sharanjai Prasad

Date: 27 March 2018

Signed: \_\_\_\_\_



Shareholder's Name: Sidharth Shekhar

Date: 27 March 2018

**SIGNATURE PAGE TO MEMBERS' RESOLUTIONS**