

**The Companies Act 2006**  
**Company limited by shares**  
**ORDINARY & SPECIAL RESOLUTIONS**  
of  
**BLOCKCHAIN WORLDWIDE PLC**  
(company number 10621059) (**Company**)

At the annual general meeting of the Company held on 11 March 2019, the following ordinary and special resolutions were passed:

**ORDINARY RESOLUTIONS**

**Report and accounts**

1. To receive the audited accounts for the financial year ended 30 June 2018 together with the auditors' and directors' reports on those accounts.
2. To approve the directors' remuneration report for the year ended 30 June 2018 set out in the audited accounts for the financial year ended 30 June 2018.
3. To approve the directors' remuneration policy in the form set out in the directors' remuneration report for the financial year ended 30 June 2018.

**Reappointment of Director**

4. To reappoint Jonathan Hale as a director of the Company.
5. To reappoint Rodger Sargent as a director of the Company.

**Reappointment of Auditors**

6. To reappoint haysmacintyre LLP as auditors of the Company to hold office until the conclusion of the next general meeting of the Company at which accounts are laid before the Company.

**Auditors' remuneration**

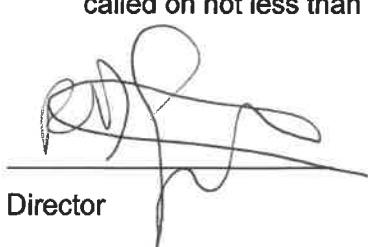
7. To authorise the directors to fix the auditors' remuneration.

**Directors' authority to allot shares**

8. That:
  - 8.1 the Directors be generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 (CA 2006) to issue and allot shares in the Company or grant rights to subscribe for or to convert any security into shares of the Company (Rights) up to an aggregate nominal amount of £109,500, provided that this authority will, unless previously renewed, varied or revoked, expire on 30 June 2020 or, if earlier, at the conclusion of the next annual general meeting of the Company except that the Company may, before such expiry, make offers or agreements which would or might require Rights to be allotted or granted after such expiry and the Directors may allot or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired; and
  - 8.2 this authority revokes and replaces all unexercised authorities previously granted to the Directors to allot or grant Rights, but without prejudice to any allotment of shares or grant of rights already made, offered or agreed to be made pursuant to such authorities.

## SPECIAL RESOLUTIONS

9. That, subject to the passing of resolution 8:
  - 9.1 in accordance with section 570 CA 2006, the directors be given the general power to allot equity securities (as defined in section 560 CA 2006) for cash, pursuant to the authority conferred by resolution 8 for cash as if section 561(1) CA 2006 did not apply to any such allotment. This power is limited to:
    - 9.1.1 (subject to such exclusions or other arrangements as the board of directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in, or under, the laws of any territory or the requirements of any regulatory body or stock exchange) the allotment of equity securities in connection with an offer by way of a rights issue;
      - 9.1.1.1 to the holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings; and
      - 9.1.1.2 holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary,
    - 9.1.2 the allotment (otherwise than pursuant to paragraph 9.1.1) of equity securities up to an aggregate nominal amount of £109,500; and
  - 9.2 the directors may, for the purposes of 9.1, impose any limits or restrictions and make any arrangements which they consider necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or any regulatory body or stock exchange;
  - 9.3 the power granted by this resolution will expire on 30 June 2020 or, if earlier, at the conclusion of the next annual general meeting of the Company (unless previously renewed, varied or revoked by the Company prior to or on such date) except that the Company may, before such expiry, make offers or agreements which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities pursuant to any such offer or agreement notwithstanding that the power conferred by this resolution has expired; and
  - 9.4 this resolution revokes and replaces all unexercised powers previously granted to the directors to allot equity securities as if section 561(1) CA 2006 did not apply but without prejudice to any allotment of equity securities already made, offered or agreed to be made pursuant to such authorities.
10. That a general meeting of the Company, other than an annual general meeting, may be called on not less than 14 clear days' notice.



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Director