

RCHAIN COOPERATIVE

RESOLUTIONS BY THE BOARD OF DIRECTORS AT A DULY CALLED MEETING

The undersigned, being all of the members of the Board of Directors of RChain Cooperative, (the "Board"), a Washington cooperative (the "Coop"), pursuant to RCW 23.86, hereby approve and adopt the following resolutions at a duly called special meeting (the "Resolutions") held telephonically on October 1, 2019:

Present: Lucius Gregory Meredith, Steve Ross-Talbot, Eric Meng, Evan Jensen

Absent: Vlad Zamfir

Others Present: Lilia Rusu, Ian Bloom, Steve Henley

Meeting called to order at 12:00 PDT.

Continue Co-op Operations

Greg Meredith proposes, "*Recognizing the shortfall resulting from parting ways with one of our capital partners, and recognizing the recent membership support of pledged Q4 RHOC purchase, the Board resolves to continue development through November 24 to effect the swap of RHOC to REV*". Steve Ross-Talbot seconded the motion, and all directors present voted "yes".

Steve Ross-Talbot agrees to begin working full time for the Co-op 3 days a week, without additional compensation, to develop a business development road-map, until assuming the role of interim president after the launch of main-net.

Greg Meredith agrees with Evan Jensen's request to promptly notify all directors if at any time the Co-op is in jeopardy of not fulfilling a main-net launch before November 24.

Balloting of Director Candidates

Following the recommendations of the nominating committee, the board agrees to ballot the following director candidates for the October annual election:

- Steve Henley
- Evan Jensen
- Eric Meng
- Darryl Neudorf
- Steve Ross-Talbot
- Daniel Salkov

Candidates receiving more 'yes' votes than 'no' votes will gain board director seats. The three candidates with the most 'yes' votes will gain three year terms, all other seats will have two year terms. In the event of a tie, the existing board will decide the term lengths.


Approval of Prior Minutes

Greg Meredith motions to approve the minutes of the previous two board meetings held on September 5 and September 9 of this year. Steve Ross-Talbot seconds the motion, and all members present vote unanimously in favor.

Meeting adjourned at 1:41 PST.

FINALLY RESOLVED, that any or all actions heretofore taken by any director of the Company with respect to any matter referred to or contemplated by the foregoing resolutions be, and hereby is, ratified and confirmed as the act and deed of the Company.

These minutes were approved by the Board of Directors on October 21, 2019

DocuSigned by:


Lina Roy, Secretary