

RCHAIN COOPERATIVE

RESOLUTIONS BY THE BOARD OF DIRECTORS AT A DULY CALLED MEETING

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 July 22, 2019:

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

Absent: Vlad Zamfir

Others Present: Lilia Rusu, Ian Bloom

Meeting called to order at 11:00 PDT.

Background

A capital partner and a group of Chinese members have both expressed an interest in purchasing the second tranche of [Private Token Sale II Q2 2019](#). Greg Meredith discussed with the board how best to accommodate both parties and expedite the sale to the capital partner who wishes to purchase 5 million RHOC today.

The second tranche of the sale is tied to the release date of Testnet-2, whose milestones have been delayed because of a feature called “Cost Accounting”, which was not well understood or ticketed when the original Testnet-2 milestones were set.

Resolution to re-order Testnet Milestones [Private Token Sale II Q2 2019](#).

Greg Meredith proposes to unlock Testnet-2 by re-bucketing the testnet milestones. The “Cost Accounting” feature will be moved to Testnet-3, and the current set of features will constitute

Testnet-2. The motion was seconded by Steve Ross-Talbot. All board members in attendance voted in favor.


Resolution to Increase Tranche 2 of [Private Token Sale II Q2 2019](#).

Steve Ross Talbot proposes to increase the second tranche from 5 million RHOC to 7.5 million RHOC, and give Greg Meredith the authority to increase the tranche an additional 2.5 million RHOC should he get assurance that such is requested for sale to the Co-op's Chinese members. The motion was seconded by Greg Meredith. All board members in attendance voted in favor.

Meeting adjourned at 11:53 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 September 5, 2019

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Lilia Rusu, Secretary