

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 April 30, 2019:

Present: Lucius Gregory Meredith, Evan Jensen, Steve Ross-Talbot, Ravi Srivatsav

Absent: Ian Bloom, Vlad Zamfir,

Others Present: Lilia Rusu

Meeting called to order at 8:03 PDT.

Thrust Capital

The Board discussed the negotiation with Thrust Capital to purchase RHOC tokens from the Cooperative.

A motion was made by Greg Meredith to accept the term sheet, attached as **EXHIBIT A**, which was seconded by Steve Ross-Talbot. All directors present voted in favor of the motion. Accordingly, motion passes unanimously.

WHEREAS, RChain Cooperative has been offered a term sheet to purchase RHOC from the Cooperative in exchange for \$1.7 million.

RESOLVED, Greg Meredith is directed to accept the substance of the term sheet from Thrust Capital.

Meeting adjourned 8:30 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.

THEREFORE, the undersigned directors hereby approve these resolutions as of the date set forth below.

DIRECTORS:

Lucius Gregory Meredith
Director

Date: _____

Vlad Zamfir
Director

Date: _____

Ian Bloom
Director

Date: _____

Evan Jensen
Director

Date: _____

Ravi Srivatsav
Director

Date: _____

Steve Ross-Talbot
Director

Date: _____