

BOARD RESOLUTION - CEO APPOINTMENT - APRIL 2018

BOARD RESOLUTION OF NAVIFLOOR ROBOTICS, INC.

Appointment of Chief Executive Officer

April 15, 2018

WHEREAS, the Board of Directors (the "Board") of NaviFloor Robotics, Inc. (the "Corporation"), a Delaware corporation (the "Corporation"), deems it advisable and in the best interests of the Corporation to appoint Dr. Sarah Chen as Chief Executive Officer of the Corporation;

WHEREAS, the Board has reviewed Dr. Chen's qualifications, including her Bachelor's degree in Robotics Engineering from Stanford University, fifteen years of experience

industrial automation, and demonstrated leadership in scaling technology companies; and

WHEREAS, the Compensation Committee has reviewed and recommended Dr. Chen's employment agreement.

NOW, THEREFORE, BE IT RESOLVED, that the following resolutions are adopted:

APPOINTMENT OF CHIEF EXECUTIVE OFFICER

RESOLVED, that Dr. Sarah Chen is hereby appointed as Chief Executive Officer of the Corporation, effective immediately, to serve until her successor is duly appointed and qualified or until her earlier resignation or removal;

RESOLVED FURTHER, that Dr. Chen shall report directly to the Board of Directors.

and shall have such duties, responsibilities, and authority as are customary for the position of Chief Executive Officer and as may be determined from time to time by the Board;

EMPLOYMENT AGREEMENT

RESOLVED, that the Corporation is hereby authorized to enter into an Employment Agreement with Dr. Chen (the "Employment Agreement") substantially in the form presented to the Board, with such changes as may be approved by any officer of the Corporation, such approval to be conclusively evidenced by the execution thereof;

RESOLVED FURTHER, that the Employment Agreement shall include:

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An initial annual base salary of \$425,000;

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Participation in the Corporation's annual bonus program with a target bonus of 100% of base salary;

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An initial equity grant of 1,500,000 shares of restricted stock units, subject to the terms and conditions of the Corporation's 2018 Equity Incentive Plan (the "Plan");

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Standard executive benefits package; and

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Customary non-compete and non-solicitation provisions.

EQUITY COMPENSATION

RESOLVED, that the equity grant to Dr. Chen shall be issued pursuant to the terms and conditions of the Corporation's 2018 Equity Incentive Plan (the "Plan") and shall be subject to the terms and conditions of the Plan and the applicable award agreement;

AUTHORITY AND EMPOWERMENT

RESOLVED, that the officers of the Corporation are hereby authorized and empowered to take all such actions and execute all such documents as they may deem necessary or appropriate to implement the foregoing resolutions;

GENERAL PROVISIONS

RESOLVED, that all actions heretofore taken by any officer, director, employee or agent of the Corporation in connection with the foregoing resolutions are hereby ratified, confirmed, and approved in all respects;

RESOLVED FURTHER, that this resolution may be executed in counterparts which shall be deemed an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned, being all the directors of the Corporation, have executed this Written Consent as of the date first written above.

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Marcus Depth

Chairman of the Board

Dr. Elena Kovacs

Director

Richard Torres

Director

James Wilson

Director

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Dr. Michael Zhang

Director

CERTIFICATION

I, James Wilson, Secretary of NaviFloor Robotics, Inc., hereby certify that the foregoing is a true and correct copy of the resolutions duly adopted by the Board of Directors of the Corporation on April 15, 2018, and that such resolutions have not been amended, modified, or rescinded and remain in full force and effect as of the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand this 15th day of April

James Wilson

Secretary -

[CORPORATE SEAL]

