

BOARD RESOLUTION - IP STRATEGY APPROVAL - SEPTEMBER 2019

BOARD RESOLUTION OF NAVIFLOOR ROBOTICS, INC.

Approval of Intellectual Property Strategy and Protection Framework

RESOLUTION BY WRITTEN CONSENT OF THE BOARD OF DIRECTORS

September 24, 2019

The undersigned, being all the members of the Board of Directors (the "Board") of NaviFloor Robotics, Inc., a Delaware corporation (the "Company"), pursuant to Section 141(f) of the Delaware General Corporation Law, hereby adopt the following resolutions by written consent:

WHEREAS:

-

The Board has reviewed and considered the Company's current intellectual p

-

Management has presented a comprehensive intellectual property strategy (th

-

The proposed IP Strategy encompasses patent filings, trade secret protocols,

-

The Board has determined that implementing the IP Strategy is in the best in

NOW, THEREFORE, BE IT RESOLVED:

- - 2 -

IP Strategy Approval

The Board hereby approves the IP Strategy as presented, including:

- a) Filing of patent applications for the Company's proprietary terrain-mapping technology in key jurisdictions including the United States, European Union, Japan, and China;
- b) Implementation of enhanced trade secret protection protocols for the Company's proprietary navigation algorithms and software code;
- c) Development of a strategic licensing program for non-core applications of Company's technology.

-

Budget Authorization

The Board authorizes management to allocate up to \$2,500,000 for the implementation of the IP Strategy during fiscal year 2020, including:

- a) Patent filing and prosecution costs;
- b) External IP counsel fees;
- c) Trade secret protection infrastructure and protocols;
- d) IP portfolio management software and systems.

-

Management Authority

The Board hereby authorizes the Chief Executive Officer and Chief Technology Officer, acting jointly or separately, to:

- a) Execute all necessary documents related to patent filings and prosecutions

b) Engage appropriate external counsel and IP specialists;

c) Implement trade secret protection measures;

d) Negotiate and execute licensing agreements within parameters approved by the Board.

-

IP Committee Formation

The Board hereby establishes an Intellectual Property Committee consisting of

a) Dr. Sarah Chen (CEO)

b) Marcus Depth (CTO)

c) Dr. Elena Kovacs (Chief Research Officer)

The IP Committee shall meet quarterly to review IP Strategy implementation

provide updates to the Board.

CERTIFICATION

The undersigned, being all the members of the Board of Directors of NaviFlo Robotics, Inc., hereby certify that the foregoing resolutions were duly adopted on September 24, 2019, and direct that this written consent be filed with the minutes of the proceedings of the Board of Directors.

IN WITNESS WHEREOF, the undersigned have executed this Written Consent on the date first written above.

Dr. Sarah Chen

Director

- 6 -

Marcus Depth

Director

James Wilson

Director

Dr. Elena Kovacs

Director

Richard Torres

Director

SECRETARY'S CERTIFICATE

I, [Name of Corporate Secretary], Secretary of NaviFloor Robotics, Inc., hereby
certify that the foregoing is a true and correct copy of the resolution adopted
by the Board of Directors of the Company on September 24, 2019.

[Name], Corporate Secretary

NaviFloor Robotics, Inc.

Date: September 24, 2019

