

**WRITTEN RESOLUTION OF THE SHAREHOLDER**

**OF**

**ONECOIN LIMITED**  
**(Formerly PROSPER LIMITED)**

Minutes of the meeting of the Shareholders of the company held at 28<sup>th</sup> Day of February 2017

The shareholders of **ONECOIN LIMITED** (hereinafter referred to as "the Company"), incorporated in Ras Al Khaimah Free Trade Zone bearing registration number IC20140882 as an international Company, hereby consent to the adoption of the following resolutions.

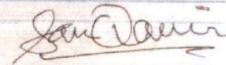
**IT WAS RESOLVED** to change the registered agent and Office of the International Company from Europe Emirates Group DMCC, Platinum Tower Plot No. JLT PH1-12, Unit No. 2404, Jumeirah Lakes Towers, Dubai, UAE and appointed **BDO Chartered Accountants & Advisors**, office No.305, 3<sup>rd</sup> Floor, P.O.Box1961, Al Futtaim Towers, Al Maktoum street, Deira, Dubai, U.A.E as the new Registered Agent & Office of the International Company.

**AND ALSO RESOLVED** to transfer 500 shares of AED 1 each held by Ms. Cesar Degracia Santos & Ms. Marisela Yasmin Simmons in the company to a new shareholder **Sheikh Saoud Faisal Sultan Alqassimi**.

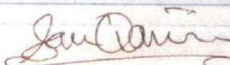
**IT WAS FURTHER RESOLVED** to amend Article 2 and Article 3 of the Memorandum of Association of the company to reflect the changes.

**CLOSURE**

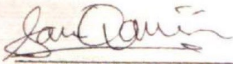
There being no further matter to discuss, this meeting was declared closed.



**Mr. Cesar Degracia Santos**  
(1<sup>st</sup> Shareholder/Transferor)  
Rep.by POA Holder Sheikh Saoud Faisal Sultan Alqassimi




**Ms. Marisela Yasmin Simmons**  
(2<sup>nd</sup> Shareholder/Transferor)  
Rep by POA Holder Sheikh Saoud Faisal Sultan Alqassimi



**Sheikh Saoud Faisal Sultan Alqassimi**  
3<sup>rd</sup> Shareholder/Transferee

**RAK** هيئة المنطقة الحرة براس الخيمة  
Ras Al Khaimah Free Trade Zone  
RAK International Company  
No. 305, 3<sup>rd</sup> Floor, P.O.Box 1961, Al Futtaim Towers, Al Maktoum Street, Deira, Dubai, U.A.E.  
Date: 1 - MARCH - 2017  
We hereby the Stamp and sign of the registered agent of the company  
**ONECOIN LIMITED**  
RAK Free Zone is not responsible for the contents of the document.  
OF RAS AL KHAIMAH



  
WITNESS to the above signatures  
BDO Chartered Accountants & Advisors  
Registered Agent

