

Interaxon IR Limited, Interaxon Inc. and Interaxon U.S., Inc.
(individually and collectively, the “Corporation”)

Written Resolutions of the Directors of the Corporation in lieu of a meeting

WE, THE UNDERSIGNED, being the directors of the Corporation who would be entitled to receive notice of a meeting of the board of directors of the Corporation, acting by resolution without a meeting, having declared the nature and extent of our interests (if any) in the matters being considered in accordance with the requirements of applicable laws and having considered our duties as directors of the Corporation.

IT BEING NOTED THAT: The Company has hired a Chief Operating Officer and wishes to update its existing signing authority as set out below.

RESOLVED THAT:

1. Derek Luke (“CEO”), John Sheeran (“COO”) Chris Aimone, Cyd Crouse, Naseem Bawa and Mirkena Dollani (“Vice President of Finance”) are hereby appointed as authorized signatories (each an “Authorized Signatory” and collectively, “Authorized Signatories”) for Interaxon Inc., Interaxon U.S. Inc. and Interaxon IR Limited.
2. Subject to any restrictions set out in this resolution or in any written communication (including email) from the CEO, the Authorized Signatories are hereby authorized, directed and empowered to execute, for and on behalf of the Corporation and in its name, any and all documents and banking transactions and transfers they consider to be in the best interest of the Corporation.
3. Unless otherwise approved by the Board of Directors, the following restrictions apply to all banking transactions including without limitation, transfers and cheques:
 - Banking transactions for up to USD\$25,000, require approval/ signature from one Authorized Signatory. If the transaction is not contemplated in the approved budget for the particular cost centre, approval/signature of either the Vice President of Finance, the COO, or the CEO is required.
 - Banking transactions for USD\$25,000 and above but not including USD\$250,000 require approval/signatures from at least two Authorized Signatories, one of whom must be the Vice President of Finance, the COO, or the CEO.
 - Transactions for USD\$250,000 and above require approval/signatures from at least three Authorized Signatories, two of whom must be the Vice President of Finance, the COO, or the CEO.
4. Unless otherwise approved by the Board of Directors, the following restrictions apply to contracts including without limitation, non-disclosure agreements:
 - Standard unamended Interaxon non-disclosure agreements may be signed by any Authorized Signatory.
 - Non-standard NDAs and third-party NDAs may be signed by any Authorized Signatory provided the NDA has been reviewed and approved by legal counsel.
 - Contracts with a total value not exceeding USD\$25,000 may be signed by any of the Authorized Signatories as long as the expenditure is contemplated in the budget for the particular cost centre and the contract has been reviewed and approved by legal counsel.
 - All other contracts, including employment agreement must be signed by either the CEO, the COO, or the Vice President of Finance.

5. From time-to-time, the CEO, COO and the Vice President of Finance, may designate another Authorized Signatory to authorize or sign on their behalf. Such designation must be set out in an email or other written communication.
6. Effective as of October 6, 2019, this Resolution replaces the signing authority resolution approved on by the Board in September 2018.

DocuSigned by:

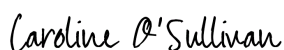


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Derek Luke
Director

11/1/2019
Date: _____

DocuSigned by:



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Caroline O'Sullivan
Director

11/4/2019
Date: _____

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Keith Foster
Director

11/1/2019
Date: _____

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Sid Paquette
Director

11/1/2019
Date: _____

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Ariel Garten
Director

11/2/2019
Date: _____