

MINUTES OF THE MEETING OF THE OP3FT BOARD OF DIRECTORS OF DECEMBER 4, 2019

Published by the OP3FT, the non-profit organization whose purpose is to hold, promote, protect and ensure the progress of the Frogans technology, in the form of an open standard for the Internet, available to all, free of charge.

This document is the English translation of the minutes which were originally written in French.

In compliance with Article 11 of the OP3FT Bylaws, these minutes record the decisions made by the Board of Directors during its meeting of December 4, 2019.

These minutes will be published and archived on the Web site of the OP3FT "op3ft.org", along with this translation in English, at the following permanent URLs (Uniform Resource Locators):

- in English: <https://www.op3ft.org/en/resources/bdmm/20191204/access.html>
- in French: <https://www.op3ft.org/fr/resources/bdmm/20191204/access.html>

On December 4, 2019, at 5 PM, the OP3FT Board of Directors met at the registered office of the OP3FT upon notice to this effect given by its President.

The following persons were physically present:

- Mr Amaury GRIMBERT, President,
- Mr Alexis TAMAS, Director,
- Mr Alain MARTEL, Director
- Mr Khaled KOUBAA, Director.

As all members were present, the Board of Directors could validly deliberate.

The meeting was opened under the chairmanship of Mr Amaury GRIMBERT, President of the OP3FT Board of Directors.

Mr Alain MARTEL was designated Secretary of the meeting.

The President reminded the Board of Directors that the meeting agenda covered the following topics:

- Follow-up on the supervision of the various work in progress, in particular
 - work by the promotion team
 - work by the legal team
 - work by the technical teams

- work by the vigilance team
- Promotion of the Frogans technology in China,
- Creation of a local branch of the OP3FT in the United States,
- State of payments of the monthly royalties due under the license to operate the FCR and settlement of outstanding debts by the FCR Operator,
- Conditions to be satisfied by any entity presenting itself as being able to take over the role of FCR Operator,
- Miscellaneous questions.

The President restated that the opening of the Frogans Core Registry to Internet users had not yet happened, and that therefore, in compliance with Article 13 of the Bylaws, the Board of Directors was not required to engage the public consultation procedure.

During the follow-up on the supervision of the work in progress, the Board of Directors provides guidance concerning the work of the teams, validating the priorities and the goals to be achieved.

Having deliberated the topics given on the meeting agenda, the present or represented members of the Board of Directors unanimously took the following decisions.

PROMOTION OF THE FROGANS TECHNOLOGY IN CHINA

Further to its decision of October 30, 2019 to take part in the job fair organized by the *École Centrale de Pékin*, the Sino-French Engineer School of Beihang University, on November 23, 2019, the Board of Directors took note of the satisfactory outcome of the mission carried out in Beijing (China) by Jérôme DELACROIX, Head of local branch development of the OP3FT, and Vincent LE GUEN, Project Manager, Software Development, from November 21 to 26, 2019. In particular, the Board took note:

- of exchanges with students during the job fair and the candidate profiles identified during the event in the framework of activities to recruit the OP3FT China team,
- of the satisfactory outcome of the training session led by Jérôme DELACROIX and Vincent LE GUEN with students from the *École Centrale de Pékin* taking part in the PIC project (*Projet d'Innovation Collaborative*) proposed by the OP3FT for the academic year 2019-2020,
- of exchanges with various counterparts, in particular with the directors of the *École Centrale de Pékin* and with the Supervisor of OP3FT China.

CREATION OF A LOCAL BRANCH OF THE OP3FT IN THE UNITED STATES

Further to the decision of the Board of Directors of December 5, 2018 to create a local branch of the OP3FT in the United States, called OP3FT USA, Jérôme DELACROIX presented a protect consisting in drafting a document whose aim is to explain to Internet stakeholders the objectives pursued by the OP3FT with the creation of OP3FT USA and the procedures of this creation.

The Board of Directors took note of the interest of this project and decided to entrust the drafting of this document to Jérôme DELACROIX.

STATE OF PAYMENTS OF THE MONTHLY ROYALTIES DUE UNDER THE LICENSE TO OPERATE THE FCR AND SETTLEMENT OF OUTSTANDING DEBTS BY THE FCR OPERATOR

Further to its decision of November 23, 2019 to cancel the payment extension of monthly royalties due under the license to operate the Frogans Core Registry (FCR) granted to the FCR Operator, and to give formal notice to the FCR Operator to settle its debt, the Board of Directors took note that the OP3FT has not, to date, received any response from the FCR Operator to this formal notice.

Mr Alexis TAMAS, in his role as the President of the company STG Interactive, the FCR Operator, indicated that the company STG Interactive has informed its shareholders of the risk that the FCR Delegation Agreement could be terminated by the OP3FT and that it would thereby lose its license to operate the FCR in the event that company STG Interactive did not respond to the formal notice.

Mr Alexis TAMAS, while waiting for a response from the shareholders of the company STG Interactive, made known his pessimism as to the outcome of this formal notice because several major shareholders of the company STG Interactive, who have financed the company for several years, had made known, before the formal notice was served, that they no longer wished to finance the company. Besides, other shareholders of the company, faithful to the Frogans project, seem to have reached the limit of the resources that they can invest in the company.

CONDITIONS TO BE SATISFIED BY ANY ENTITY PRESENTING ITSELF AS BEING ABLE TO TAKE OVER THE ROLE OF FCR OPERATOR

Mr Amaury GRIMBERT, President of the OP3FT, and Mr Alexis TAMAS, Director, asked the Board of Directors about the conditions to be satisfied to be able to propose, urgently, a solution to save the Frogans project, in the event that the FCR Operator did not respond to the formal notice served by the OP3FT and as a result the FCR Delegation Agreement was terminated.

Messrs Alain MARTEL and Khaled KOUBAA, Directors, set forth four conditions to be satisfied by any

entity presenting itself as being able to take over the role of FCR Operator:

- The entity must have at its disposal the technical resources and know-how to take over the role of FCR Operator from the moment that the agreement is signed.
- The entity must have at its disposal financial resources allowing it to pay the monthly royalties of 150,000 euros without needing a payment extension.
- The legal structure of the entity must guarantee governance that will be both stable and oriented to the success of the Frogans project.
- The entity must strive to maintain the dedication of the two inventors of the Frogans technology (Messrs Alexis TAMAS and Amaury GRIMBERT) to the success of the project, as their full motivation is indispensable to successfully lead the project as a whole.

In light of these elements, Messrs Amaury GRIMBERT and Alexis TAMAS not taking part in the vote because of their indirect interest in their roles as Directors of the FCR Operator and co-inventors of the Frogans technology, the Board of Directors decided that these four conditions will apply, if the FCR Delegation Agreement is terminated, to any entity presenting itself as being able to take over the role of FCR Operator

There being no topics remaining on the agenda, the meeting ended at 7 PM.

Amaury GRIMBERT
President of the OP3FT Board of Directors

Alain MARTEL
Secretary of the Meeting

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