

**MINUTES OF THE MEETING OF THE
OP3FT BOARD OF DIRECTORS
OF FEBRUARY 27, 2020**

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 February 27, 2020.

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/20200227/access.html>
- in French: <https://www.op3ft.org/fr/resources/bdmm/20200227/access.html>

On February 27, 2020, at 3 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.

The following person was represented:

- Mr Khaled KOUBAA, Director, represented by Mr Alain MARTEL.

As all members were either physically present or represented, 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
- Renewing the mandate of Mr Amaury GRIMBERT in his capacity as President,
- Renewing the mandate of Mr Alain MARTEL in his capacity as Director,
- Creation of the local branch of the OP3FT in China,
- Plan for a new FCR Operator,
- Clarification of the OP3FT Bylaws,
- 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.

RENEWING THE MANDATE OF MR AMAURY GRIMBERT IN HIS CAPACITY AS PRESIDENT

In compliance with Article 9 of the OP3FT Bylaws, Mr Amaury GRIMBERT was appointed President of the Board of Directors upon the creation of the OP3FT for a period of five years, and his term of office is renewable by periods of three years.

By a decision of the Board of Directors dated February 24, 2017, the mandate of Mr Amaury GRIMBERT in his capacity as President was renewed for a period of three years. This mandate expires on March 19, 2020.

Mr Amaury GRIMBERT has expressed his wish to continue in his capacity of President of the Board of Directors.

In this context, Mr Amaury GRIMBERT not taking part in the vote, the Board of Directors decided to renew the mandate of Mr Amaury GRIMBERT in his capacity of President for three years, until March 19, 2023.

In compliance with Articles 8 and 22 of the OP3FT Bylaws, the Board of Directors decided to renew the grant to the President of a general mandate for 3 years for the operational management of the OP3FT, for the purpose of carrying out its work in relation to the Frogans technology detailed in Article 5 of the OP3FT Bylaws, including hiring salaried employees, calling on independent contractors, renting premises, and purchasing equipment.

RENEWING THE MANDATE OF MR ALAIN MARTEL IN HIS CAPACITY AS DIRECTOR

In compliance with Article 9 of the OP3FT Bylaws, Mr Alain MARTEL was appointed to the Board of Directors upon the creation of the OP3FT for a period of five years, and his term of office is renewable by periods of three years.

By a decision of the Board of Directors dated February 24, 2017, the mandate of Mr Alain MARTEL in his capacity as Director was renewed for a period of three years. This mandate expired on March 19, 2020.

Mr Alain MARTEL has expressed his wish to continue in his capacity of Director on the Board of Directors.

In this context, Mr Alain MARTEL not taking part in the vote, the Board of Directors decided to renew the mandate of Mr Alain MARTEL in his capacity of Director for three years, until March 19, 2023.

CREATION OF THE LOCAL BRANCH DE THE OP3FT IN CHINA

Further to its decision of July 28, 2015, confirmed by its decision of December 5, 2018, to create a local branch of the OP3FT in China, called OP3FT China, the Board of Directors took note of difficulties due to Covid-19 coronavirus crisis, which in particular currently forbids all travel to Beijing.

The Board of Directors decided to entrust to Jérôme DELACROIX, Head of local branch development of the OP3FT, the task of researching solutions to mitigate these difficulties as far as possible.

PLAN FOR A NEW FCR OPERATOR

For the following decisions, Mr Amaury GRIMBERT and Mr Alexis TAMAS did not take part in the vote because their roles as directors of the company F2R2 mean that they have an indirect interest in the outcome.

Further to its decision of December 11, 2019 to designate the company F2R2 as the new Operator of the Frogans Core Registry (FCR), provided that the company F2R2 make an advance payment of 150,000 euros to offset against the monthly royalties due under the license to operate the FCR, and to its decision of December 26, 2019 to accept that the company F2R2 pay 150,000 euros in the form of several advance payments, the Board of Directors took note that as of this day the company F2R2 has made advance payments totalling 165,000 euros.

The Board of Directors took note that the company F2R2 has paid a sum in excess of 150,000 euros and therefore decided to confirm the designation of the company F2R2 as the new FCR Operator.

The Board of Directors also decided that the Frogans Core Registry Delegation Agreement shall be signed by the OP3FT and the company F2R2 as soon as this agreement is finalized by the legal team. The date from which the company F2R2 shall take over the technical and commercial operation of the FCR, in the place of the former operator, shall be jointly set by the OP3FT and the company F2R2 as soon as possible, and shall be before June 30, 2020.

While waiting for the signature of this agreement, and in light of the OP3FT's need for cash, the Board of Directors decided to accept that the company F2R2 make additional payments to offset against future monthly royalties due under the license to operate the FCR. These monthly royalties shall be due as from the date when the company F2R2 shall actually operate the FCR in place of the former operator.

CLARIFICATION OF THE OP3FT BYLAWS

In the context of the appointment of the company F2R2 as the new FCR Operator, the Board of Directors decided to entrust to the legal team the carrying out of a study to determine if a clarification of the OP3FT Bylaws is necessary, in particular in the preamble to the Bylaws which specifies, in the current version, that the FCR Operator is the company STG Interactive.

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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