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Wonhe Multimedia Commerce Limited ACN 607 288 755 (The Company)

Circulating resolution of the directors pursuant to the Company's constitution

We, being all of the directors entitled to vote on the resolutions below, state that we are in favour of the following resolutions:

Resolution 1- Nomination and Appointment of Mr. Qianfeng Lin as Non-Executive Chairman of the Company and Qing Tong as Executive Director

Resolved that, pursuant to the article of the Constitution and subject to the receipt of a duly executed consent to act, Mr. Qianfeng Lin be nominated by the Nomination Committee as Non-Executive Chairman and Qing Tong as Executive Director of the Company; and such nomination was accepted by the Board of the Company.

Signed as a resolution in writing of all the directors of the Company:

Dated: 1 March 2019

Qing Tong

Signature

Jun Li

Signature

Raymond Lim

Signature

Xinming Xu

Signature

Nanfang Tong

Signature

Qianfeng Lin

对原写

Signature