

## MAKERDAO RESOLUTION

**Date:** Dated as of related Executive Vote on MakerDAO

**Purpose:** Approval of Amendment No.1 to the Trust Agreement

### **A. Reference is made to:**

1. The Amended and Restated Memorandum of Association (the “**Memorandum**”) and Amended and Restated Articles of Association (the “**Articles**”) of the RWA Foundation (“**RWAF**”), each as adopted by special resolution dated July 13, 2022, pursuant to which RWAF’s operations are governed.
2. The Amended and Restated Trust Agreement dated as of July 12, 2022 (the “**Trust Agreement**”) by and between Wilmington Savings Fund Society, FSB, as trustee, verification agent, and paying agent (in such capacity, the “**Paying Agent**”) and RWAF.
3. The Master Participation Agreement dated as of July 12, 2022 (the “**MPA**”) by and between Huntingdon Valley Bank (“**HVB**”) and the RWA Master Participation Trust.

Capitalized terms used herein and not otherwise defined shall have the meaning given to them in the Articles, Escrow Agreement and Trust Agreement.

### **B. Whereas:**

1. Clause 4.16 of the Articles mandates the Director of RWAF to implement all DAO Resolutions (subject to applicable law).
2. Pursuant to Section 6.01(h) of the Trust Agreement, the Paying Agent has notified RWAF that RWAF’s direction in the Termination Notice to remit “Excess Collateral” to the “account held in the name of RWA” appears to be inconsistent with the requirements of the Trust Agreement and has requested (i) further instructions from the Trust Sponsor in the form of an Amendment No.1 to the Trust Agreement (“**Amendment No.1**”) and (ii) that such further instructions be approved by an Affirmative MakerDAO Vote.

**C. Authorizations:**

In accordance with the governance protocols of MakerDAO on the date specified above and pursuant to the Articles, this DAO Resolution approves and ratifies the following:

1. The text of the proposed Amendment No.1.
2. The Director of RWAF is instructed to execute the Amendment and take any further actions required to be taken solely in the furtherance of implementing the aims of the Amendment.