

CROP INFRASTRUCTURE CORP.
(the “Company”)

CERTIFIED TRUE COPY OF THE RESOLUTIONS OF THE DIRECTORS

The undersigned, Michael Yorke, Chief Executive Officer of the Company, does hereby certify on behalf of the Company, and not in his personal capacity, that attached hereto as Exhibit “A” is a true and correct copy of the resolutions of the directors of the Company dated as of the 6th day of January, 2020, which have not been further amended, modified or repealed in any manner and which remains in full force and effect as of the date hereof.

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DATED the 10th day of January, 2020.

“Michael Yorke”

Michael Yorke, Chief Executive Officer

Exhibit "A"

RESOLUTIONS OF THE DIRECTORS

The undersigned, being all the directors (the “**Board**”) of Crop Infrastructure Corp. (the “**Company**”), hereby consent to and adopt the following resolutions as of the 6th day of January, 2020.

SHARE CONSOLIDATION AND NAME CHANGE

WHEREAS:

1. The Company intends to alter its share structure by consolidating the fully paid and issued common shares (each, a “**Share**”) of the Company on the basis of one (1) post-consolidated Share for every ten (10) pre-consolidated Shares issued and outstanding (the “**Consolidation**”);
2. Pursuant to section 3.1 of Canadian Securities Exchange (“**CSE**”) Policy 9 – *Name Change, Stock Splits and Share Consolidation*, the Company is required to change its name (the “**Name Change**”) and, as such, wishes to change its name from “Crop Infrastructure Corp.” to “Vert Infrastructure Ltd.”; and
3. The Board considers it to be in the best interest of the Company to effect the Consolidation and Name Change;

RESOLVED THAT:

1. The Consolidation be and is hereby authorized and approved;
2. The Authorized Signatory (as defined herein) be and is hereby authorized to execute and delivery any document necessary to effect the Consolidation;
3. If as a resulting of the Consolidation, a holder of Shares would otherwise be entitled to a fraction of a Share, the number of post-Consolidation Shares issuable to such shareholder be rounded down to the nearest whole Share;
4. The name of the Company be changed from “Crop Infrastructure Corp.” to “Vert Infrastructure Ltd.”;
5. The Articles and the Notice of Articles of the Company be altered to reflect the Name Change;
6. The alteration to the Articles of the Company to reflect the Name Change is authorized to take effect following the filing of Notice of Alteration to the Notice of Articles of the Company with the Registrar of Companies for British Columbia and the Notice of Alteration becoming effective;
7. Any director or officer of the Company be and is hereby authorized and directed, as the “Authorized Signatory” of the Company, to:
 - (a) execute and deliver for and on behalf of the Company, under the seal of the Company or otherwise, all agreements, directions, certificates, acknowledgements, instructions, receipts, instruments and other documents of any kind whatsoever, with such

amendments or variations as the person deems necessary, appropriate or expedient in the circumstances; and

- (b) do or cause to be done all such other acts or things for or on behalf of the Company as may be, in the person's sole discretion, necessary, appropriate or expedient in the circumstances,

for the purpose of giving effect to these resolutions and the completion of the transactions and matters contemplated herein, and the execution and delivery by the Authorized Signatory of any agreement, direction, certificate, acknowledgement or other document of any kind whatsoever in the name of or on behalf of the Company in connection with any transaction or matter contemplated by these resolutions shall be binding on the Company and shall be conclusively presumed to be the act of the Company; and

5. These resolutions may be signed by the directors in as many counterparts as may be necessary, each of which so signed shall be deemed to be an original (and each signed copy sent by electronic facsimile transmission shall be deemed to be an original), and such counterparts together shall constitute one and the same instrument and, notwithstanding the date of execution, shall be deemed to bear the date set forth above.

"Michael Yorke"

MICHAEL YORKE

"Arif Merali"

ARIF MERALI

"Victoria Bosticis"

VICTORIA BOSTICIS