



**UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF  
HOUR LOOP, INC.**

**October 20, 2021**

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We, the undersigned, being all of the members of the Board of Directors of **HOUR LOOP, INC.**, a Delaware corporation (the “Corporation”), do hereby consent that when all of the undersigned have executed this Unanimous Written Consent or a counterpart thereof, such counterparts when taken together shall constitute one and the same Unanimous Written Consent, the resolutions set forth below shall be deemed to have been adopted to the same extent and to have the same force and effect as if adopted by the Corporation’s Board (the “Board”) at a meeting duly called and held for purposes of acting upon proposals to adopt such resolutions.

**WHEREAS**, the Board has concluded that, in order to promote the future orderly growth of the Corporation and to promote shareholder value and liquidity, the Corporation has decided to pursue listing of its common stock on the NASDAQ Capital Market (“NASDAQ”) in connection with its initial public offering; and

**WHEREAS**, since the Company will be a “controlled company” within the meaning of the corporate governance standards of the NASDAQ, the Company will not be required to, and does not currently expect to, have a Compensation Committee and a Nominating & Corporate Governance Committee of the Board; and

**WHEREAS**, the Board has determined that, in connection with the listing of the Corporation’s common shares on the NASDAQ it is necessary to adopt qualitative measures, including, but not limited to establishing an audit committee of the Board, and adopting new corporate governance policies that work to enhance transparency and effective corporate governance, including, but not limited to, a nominations process, on the NASDAQ; and

**WERHEAS**, the Board has concluded that a legitimate business reason exists for the implementation of the qualitative policies and the establishment of an audit committee of the Board and adoption of nominations process; and

**WHEREAS**, the Board has concluded, following consultation with its legal counsel, that at this time there are no impediments to the adoption and implementation of the qualitative measures under the Corporation’s certificate of incorporation, bylaws, and the pertinent Delaware statutes.

**NOW, THEREFORE, BE IT RESOLVED** that the Corporation does hereby adopt and make effective from today’s date the establishment of an Audit Committee (“Audit Committee”) of the Board, and in so doing does further adopt the Charter of the Audit Committee, as set forth in Exhibit A.

**AND BE IT FURTHER RESOLVED**, that the Corporation does hereby adopt and make effective from today’s date the nominations process as set forth in Exhibit B hereto;

**AND BE IT FURTHER RESOLVED**, that the Corporation does hereby adopt and make effective from today’s date the Whistleblower Protection Policy, Insider Trader Policy, and Code of Ethics and Business Conduct Policy as set forth below, which policies shall, from the effective date hereof, be in full

and effect and applicable to all aspect of the Corporation's business and operations:

1. Code of Ethics and Business Conduct Policy as set forth in Exhibit C hereto;
2. Whistleblower Protection Policy as set forth in Exhibit D hereto; and
3. Insider Trading Policy as set forth in Exhibit E hereto.

**AND BE IT FURTHER RESOLVED**, that Douglas Branch, Michael Lenner, and Minghui (Alan) Gao, each an independent director, be appointed to the audit committee e of the Board, with Douglas Branch as the Chair of the committee effective from today's date. All such persons shall serve in such capacity until removed or otherwise replaced by votes of the shareholders.

**AND BE IT FURTHER RESOLVED**, that the proper officers of the Corporation be, and each of them hereby is, in accordance with the foregoing resolutions, authorized, empowered and directed, in the name and on behalf of the Corporation, to prepare, execute and deliver, or cause to be prepared, executed and delivered, any and all agreements, amendments, certificates, reports, applications, notices, instruments, schedules, statements, consents, letters or other documents and information and to do or cause to be done any and all such other acts and things as, in the opinion of any such officer, may be necessary, appropriate or desirable in order to enable the Corporation fully and promptly to carry out the purposes and intent of the foregoing resolutions, to make any filings pursuant to federal, state and foreign laws, and to take all other actions that he or she deems necessary, appropriate or advisable in order to comply with the applicable laws and regulations of any jurisdiction (domestic or foreign), or otherwise to effectuate and carry out the purposes of the foregoing resolutions and to permit the transactions contemplated thereby to be lawfully consummated, and any such action taken or any agreements, amendments, certificates, reports, applications, notices, instruments, schedules, statements, consents, letters or other documents and information executed and delivered by them or any of them in connection with any such action shall be conclusive evidence of their or his authority to take, execute and deliver the same;

**AND BE IT FURTHER RESOLVED**, that all actions previously taken by any officer, director, representative or agent of the Company, in the name or on behalf of the Corporation or any of its affiliates in connection with the transactions contemplated by the foregoing resolutions be, and each of the same hereby is, adopted, ratified, confirmed and approved in all respects as the act and deed of the Corporation;

**AND BE IT FURTHER RESOLVED**, that the Board hereby adopts, as if expressly set forth herein, the form of any and all resolutions required by any authority to be filed in connection with any applications, reports, filings, consents to service of process, powers of attorney, covenants and other papers, instruments and documents relating to the matters contemplated by the foregoing resolutions if (i) in the opinion of a proper officer of the Corporation executing the same, the adoption of such resolutions is necessary or advisable, and (ii) the secretary or an assistant secretary of the Corporation evidences such adoption by inserting with the minutes of the meeting at which these resolutions were adopted copies of such resolutions, which will thereupon be deemed to be adopted by the Board with the same force and effect as if originally set forth herein;

**AND BE IT FURTHER RESOLVED**, this Unanimous Written Consent of the Board of Directors of the Corporation may be executed in more than one counterpart, each of which shall be deemed an original and all of which together shall constitute one instrument.

*[Signatures appear on following page]*

**IN WITNESS WHEREOF**, the undersigned have executed this Consent as of the date first written above.

**DIRECTORS**

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Sam Lai, Chairman

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Maggie Yu

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Michael Lenner

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Douglas Branch

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Minghui (Alan) Gao