

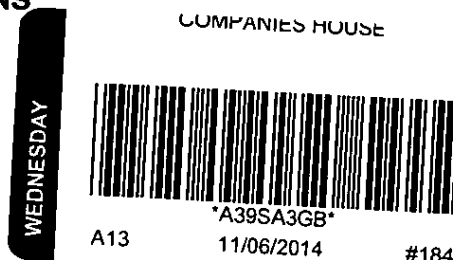
Company number 02744892

ORDINARY AND SPECIAL RESOLUTIONS

OF

VISA UK LIMITED (Company)

Passed on 6 June 2014



At an annual general meeting of the Company duly convened and held at 1 Sheldon Square, London W2 6TT on 6 June 2014 at 10 00am, the following resolutions were duly passed as ordinary and special resolutions

ORDINARY RESOLUTION

4. THAT, in accordance with section 551 of the Companies Act 2006 (CA 2006), the Directors of the Company be generally and unconditionally authorised to allot Redeemable Shares (as defined in the Company's articles of association) in the Company, to, but only to, an Eligible Institution (as defined in the Company's articles of association) up to an aggregate nominal amount of £150 and provided that this authority shall, unless renewed, varied or revoked by the Company, expire 5 years after the date on which this resolution is passed, save that the Company may, before such expiry, make an offer or agreement which would or might require Redeemable Shares to be allotted and the Directors may allot the Redeemable Shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

SPECIAL RESOLUTION

5. THAT, subject to the passing of resolution 4 and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 4, as if section 561(1) of the CA 2006 did not apply to any such allotment

Signed

Company Secretary

A large, stylized handwritten signature in black ink, written over the 'Signed' and 'Company Secretary' text.