

COMPANIES ACT 2006

WRITTEN RESOLUTION

OF

**SKRILL LIMITED
(the "Company")**

Company Number: 4260907

Circulation date: 14 October 2020



Pursuant to section 291 of the Companies Act 2006, the directors of the Company propose that the resolutions set out below are to be passed as special resolutions of the Company.

We, the undersigned, being the sole eligible member of the Company representing not less than 75 per cent of the total voting rights of eligible members hereby agree, pursuant to section 283 of the Companies Act 2006, that the following written resolution be passed as a special resolution, being for all purposes as valid and effective as if passed by us as a special resolution at a general meeting of the Company:

THAT the Articles of Association of the Company be altered by:

1. Article 72 incorporated in table A in the Schedule to the Companies (Table A to F) Regulations 1985 shall not apply to the Company
2. The following article, being Article 119 of the Articles of Association of the Company, will be added:

Committees

- 119 Subject to the articles, the directors may delegate any of the powers that are conferred on the under the articles –
- (a) to such a person or committee,
 - (b) by such means (including by power of attorney),
 - (c) to such an extent,
 - (d) in relation to such matters or territories, and
 - (e) on such terms and conditions
- as they think fit
- 119.1 If the directors so specify, any such delegation may authorize further delegation of the directors' powers by any person to whom they are delegated
- 119.2 The directors may revoke any delegation in whole or part, or alter its terms and

conditions

- 119.3 Committees to which the directors delegate any of their powers must follow procedures which are based as far as they are applicable on those provisions of the articles which govern the taking of decisions by directors
- 119.4 The directors may make rules or procedure for all or any committees and such rules prevail over rules derived from the articles if they are not consistent with them

Date: 14th October 2020



Elliott Wiseman

For and on behalf of Skrill Holdings Limited

Notes to members:

1. If you agree with the above resolution, please indicate your agreement by signing and dating this document where indicated and returning it to the Company:
 - (a) By delivering it by hand or posting it to Skrill Limited, Floor 27, 25 Canada Square, London E14 5LQ marked for the attention of Elaine Quine
 - (b) By sending it as an attachment to an e-mail to elaine.quine@paysafe.com
2. A members agreement to a written resolution, once signed, may not be revoked.
3. A written resolution is passed when the required majority of eligible members have signified their agreement to it.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning the document.