THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

- of -

FOCUS FS LIMITED (the "Company")

September 2016 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that

The name of the Company be changed to "Monzo Bank Limited"

by special resolution of shareholders

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the resolution

The undersigned, being a member of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution

Signed.

Name

LOSERT DIGHETLE

(DDINIT NABAE)

For and on behalf of

PASSION CAPITAL FS LP (COMPLETE IF MEMBER IS A COMPANY)

Date

16/9/16

R5G4BUBU

*RC2 23/09/2016 #74

A5G4FNFN - #74

A5G4FNFN - #74

*COMPANIES HOUSE

UKMATTERS 40595512 1

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Signed

Name

Tom Blomfield

(PRINT NAME)

For and on behalf of

(COMPLETE IF MEMBER IS A COMPANY)

Date

16/9/16

UKMATTERS 40595612 1

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Signed

Simon Vans-Colina (PRINT NAME)

Name

For and on behalf of

(COMPLETE IF MEMBER IS A

COMPANY)

Date

16/9/16

UKMATTERS 405956121

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Name

Paul Rippon

(PRINT NAME)

For and on behalf of

(COMPLETE IF MEMBER IS A COMPANY)

Date

16 9 6

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Signed

Name

Nicholas Masterson-Jones

(PRINT NAME)

For and on behalf of

(COMPLETE IF MEMBER IS A COMPANY)

Date

16/9/16

UKMATTERS 405856121

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Name Jonas Huckestein

(PRINT NAME)

For and on behalf of

(COMPLETE IF MEMBER IS A COMPANY)

Date

16 9 16

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Signed

Name

Date

James Nicholson

(PRINT NAME)

For and on behalf of

(COMPLETE IF MEMBER IS A COMPANY)

16/9/16

UKMATTERS 40595812 1

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Signed

Name

Matthew Heath

(PRINT NAME)

For and on behalf of

(COMPLETE IF MEMBER IS A COMPANY)

Date

16/9/16

UKMATTERS 40595812 1



FILE COPY

CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company Number 9446231

The Registrar of Companies for England and Wales hereby certifies that under the Companies Act 2006:

FOCUS FS LIMITED

a company incorporated as private limited by shares; having its registered office situated in England and Wales; has changed its name to:

MONZO BANK LIMITED

Given at Companies House on 21st October 2016



