

**TRAVELEX ISSUERCO LIMITED**

**Company number: 12749698**

**(England & Wales)  
(the "Company")**

We, the undersigned, being the sole member of the Company as at the date when each of the following resolutions (the "Resolutions") is passed, **HEREBY RESOLVE** that the following Resolutions be and are hereby approved as a special resolution (in the case of Resolution 1 (below)) and as an ordinary resolution (in the case of Resolution 2 (below)) of the Company, such Resolutions being passed when this instrument is signed and dated:

**SPECIAL RESOLUTION**

1. **THAT** with effect from the date on which this special resolution is passed, the memorandum and articles of association annexed to these written resolutions be adopted as the memorandum and articles of association of the Company in substitution for, and to the exclusion of, the existing memorandum and articles of association.

**ORDINARY RESOLUTION**

1. **THAT** the terms of, and the transactions contemplated by (i) the Finance Documents (as defined in the senior facilities agreement to be entered into by, among others, the Company, Travelex Topco Limited, Travelex Acquisitionco Limited, the Original Lenders (as defined therein), GLAS SAS and Global Loan Agency Services Limited) and (ii) the Documents and Further Documents (as defined in the minutes of the meetings of the board of the Company held on 22 and 23 July 2020) are, in each case, hereby approved and the Company is hereby authorised to enter into such Finance Documents, Documents and Further Documents.

Signed:

Duly authorised  
for and on behalf of Travelex Topco Limited

Dated: 23 July 2020

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