

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
REVOLUT LTD
(the "**Company**")

Resolutions passed on 30 March 2016

On 30 March 2016 the following resolutions were passed pursuant to Chapter 2 of Part 13 of the Companies Act 2006. Resolution 1 below was passed as an ordinary resolution and resolution 2 below was passed as a special resolution by the members of the Company.

ORDINARY RESOLUTION

- 1 **THAT**, subject to and conditional on the passing of resolution 2, in accordance with section 551 of the Act, the directors be generally and unconditionally authorised to allot A preferred shares of £0.000001 each in the capital of the Company with a maximum aggregate nominal value of £0.05 (the "**Subscription Shares**") provided that this authority is for a period expiring three months from the date of this resolution, unless renewed, varied or revoked by the Company prior to or on that date. This authority is in addition to all existing authorities previously granted to the Directors.

SPECIAL RESOLUTION

- 2 **THAT** in accordance with Article 12.2 of the Company's Articles of Association, the directors be generally empowered to allot such relevant securities (as defined in section 560 of the Act) as if the restrictions contained in Article 12 of the Company's Articles of Association did not apply to such allotment and any rights of pre-emption in connection therewith are hereby waived, provided that this power shall be limited to the allotment of Subscription Shares with a maximum aggregate nominal value of £0.05 for a period of three months from the date of this resolution, unless renewed, varied or revoked by the Company prior to or on that date. This authority is in addition to all existing authorities previously granted to the Directors.



Director

THURSDAY



A55D1P1E

A20

21/04/2016

#233

COMPANIES HOUSE