

Company Number: 08804411

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



Pursuant to chapter 2 of part 13 of the Companies Act 2006 (the "**2006 Act**"), the following resolutions were duly passed as ordinary resolutions and a special resolution on 21 February 2020 by the requisite members.

ORDINARY RESOLUTIONS

- 1 That, subject to receipt of the consent in writing from the holders of at least three-quarters in nominal value of the Ordinary B Shares to the variation of the rights attaching to the Ordinary B Shares, each of the 4,989,071 Ordinary B Shares of £0.0000001 in the share capital of the Company is hereby re-designated as an Ordinary A Share of £0.0000001 having the rights and being subject to the restrictions of the Ordinary A Shares as set out in the Company's Articles of Association.
- 2 That, subject to receipt of the consent in writing from the holders of at least three-quarters in nominal value of the Ordinary C Shares to the variation of the rights attaching to the Ordinary C Shares, each of the 6,879,002 Ordinary C Shares of £0.0000001 in the share capital of the Company is hereby re-designated as an Ordinary A Share of £0.0000001 having the rights and being subject to the restrictions of the Ordinary A Shares as set out in the Company's Articles of Association.

SPECIAL RESOLUTION

- 3 That with effect from receipt of all the written consents required pursuant to Clause 7 (*Reserved Matters*) and Part I (*Investor Reserved Matters*) and Part III (*Ordinary D Reserved Matters*) of Schedule 3 (*Reserved Matters*) of the shareholder's agreement relating to the Company dated 7 October 2019, the Articles of Association in the form attached to the Resolutions be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association.
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Signed: Thomas Hamm Brett

Name: THOMAS HAMMBRETT (PRINT NAME)

Title: Company Secretary
