

**WRITTEN RESOLUTIONS OF THE SOLE MEMBER
OF**

Mondex International Limited
("the Company")
Company Number 03122085

CIRCULATION DATE: 18 December 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole director of the Company proposes that the following resolution is passed as special resolution of the Company.

SPECIAL RESOLUTION:

CAPITAL REDUCTION

THAT paid up share capital of the Company be reduced by £18,822,865.00 from £18,822,867.00 to £2.00 by cancelling and extinguishing 18,822,856 ordinary shares of £1.00 each and 9 preference shares of £1.00 each in the Company each of which is fully paid up;

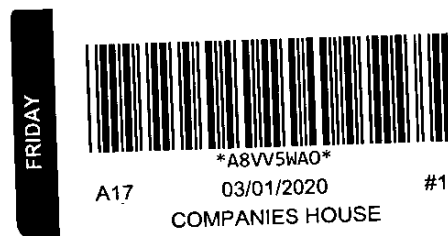
THAT the share capital of the Company be reduced by £9,202,000.00 by reducing by £9,202,000.00 the share premium account of the Company;

AND THAT the total amount by which the share capital is so reduced be credited to the distributable reserve of the Company.

AGREEMENT

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

The undersigned, being the sole shareholder of the Company, who at the time of circulation, would have been entitled to vote on the resolutions agrees to the above resolution.





Date: 18 December 2019

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For and on behalf of

MASTERCARD INTERNATIONAL INCORPORATED