THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

OANDO FOUNDATION UK

(the "Company") -

I, being the sole eligible member who at the circulation date of this resolution would have been entitled to vote on the resolution, RESOLVE, in accordance with Chapter 2, Part 13 of the Companies Act 2006, to pass the following resolution which has been proposed as a special resolution

SPECIAL RESOLUTION

1 THAT the articles of association of the Company attached hereto be adopted as the articles of association of the Company, in substitution for, and to the exclusion of, all the existing articles passed or adopted prior to the date of this resolution.

Signed Wosawo

Tokunbo Durosaro
Dated 19th September 2013.

We hereby certify this

To be a true copy of the

Original. Signed ...

Clifford Chance LLP

10 Upper Bank Street

London E14 5JJ

A01

24/09/2013 **COMPANIES HOUSE**

70-40504815

NOTES:

- The circulation date of this resolution is <u>16</u> September 2013 This resolution has been sent to eligible members who would have been entitled to vote on the resolution on this date. Only such eligible members (or persons duly authorised on their behalf) should sign this resolution
- An eligible member can signify his or its agreement to the resolution by signing the resolution and by either delivering a copy of the signed resolution to Tokunboh Durosaro by hand or by sending a copy of the signed resolution in hard copy form by post to Tokunboh Durosaro at 50 Curzon Street, First Floor, London W1J 7UW or by e-mail to tdurosaro@oandoplc.com An eligible member can also signify his or its agreement to the resolution by sending an e-mail from his or its e-mail address held by the company for such purposes to Tokunboh Durosaro at tdurosaro@oandoplc.com identifying the resolution and indicating his agreement to such resolution
- This resolution must be passed by 13 Case 2013. If the resolution is not passed by such date it will lapse. The agreement of a member to this resolution is ineffective if signified after this date.