

Company No. 08037323

CHECKOUT LTD

(the "Company")

Written resolutions of the Company pursuant to s.281 and Part 13 Ch 2 Companies Act 2006

Circulation Date: 8 December 2020

In accordance with Part 13 Ch 2 Companies Act 2006, the directors of the Company propose the following written resolution which is proposed as an ordinary resolution ("Ordinary Resolution").

ORDINARY RESOLUTION

That, the directors be generally and unconditionally authorised pursuant to s.551 of the Act to exercise all the powers of the Company to allot Ordinary Shares of £0.80 each in the capital of the Company (the "Shares"), up to an aggregate nominal amount of £20,000,000, for a period expiring (unless previously revoked, varied or renewed) on the date being the fifth anniversary of the date of this Ordinary Resolution but the Company may, before such expiry, make an offer or agreement which would or might require Shares to be allotted after this authority expires and the directors may allot Shares in pursuance of such offer or agreement as if this authority had not expired.

Agreement to written resolution


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

The undersigned, being the sole person entitled on the date set out above to vote on the written resolution, irrevocably agrees to the Ordinary Resolution.

Signed by Checkout Payments Group Limited acting by its director, Guillaume Pousaz

Signature

DocuSigned by:



CAAB4836BF644B8...

08 December 2020

Date: .....

TUESDAY



\*A9JXRLH6\*

A05

15/12/2020

#152

COMPANIES HOUSE

## NOTES

### Procedures for signifying agreement

- 1 If you agree to the Resolution, please signify your agreement by signing and dating this document where indicated above and returning it to the Company.
- 2 If you have received the Resolution by email you may also indicate your agreement by replying to the original email containing the Resolution. For your agreement to be valid you must state your name and that you irrevocably agree to the Resolution.
- 3 If you do not agree with the Resolution, you do not need to do anything. You will not be deemed to agree if you do not reply.

### Period for agreeing to the Resolution

- 4 Unless, by the end of the period of 28 days beginning with the Circulation Date stated at the head of this document, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during that date. Your agreement will be ineffective if received after that date.