

**Company Number: 11355088**

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**of**

**VIVA WALLET.COM LTD (the "Company")**

**PRINT OF THE WRITTEN RESOLUTIONS**

On 29 December 2022, the Company's shareholders passed resolution (1) below as an ordinary resolution and resolution (2) below as a special resolution by way of Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**") and/or the existing articles of association of the Company (the "**Articles**") (each a "**Resolution**" and together, the "**Resolutions**");

**ORDINARY RESOLUTION**

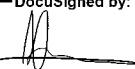
1. **THAT**, the directors be and are hereby generally and unconditionally authorised in accordance with section 551 of the Act to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company in each case to any persons, at any time and subject to any terms and conditions that the directors think proper provided that:
  - 1.1 the maximum amount of the nominal value of such shares that may be allotted under this authority (within the meaning of such section) is £ 8,768,161 (being 8,768,161 Ordinary shares of £1.00 each in the capital of the Company having the rights and being subjected to the restrictions set out in the Articles); and
  - 1.2 this authority shall, unless it is (prior to its expiry) duly revoked or varied or is renewed, expire seven days from the date of these resolutions save that the Company may, before such expiry, make an offer or agreement which will or may require such shares to be allotted after such expiry.

This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Act or otherwise.

**SPECIAL RESOLUTION**

2. **THAT**, subject to the passing of Resolution 1 above and in accordance with section 570 of the Act, the directors of the Company be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolution 1, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall:
  - 2.1 be limited to the allotment of shares up to an aggregate nominal amount of £ 8,768,161; and
  - 2.2 expire seven days from the date the Resolutions are passed (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry, make an offer or agreement which will or may require such shares to be allotted after such expiry.

Signed:

DocuSigned by:  


**Director** Charalampia Karonis

Dated: December 29<sup>th</sup> 2022