



**PROPOSED MERGER OF MOBILEMONEY LTD AND MOBILEMONEY FINTECH LTD –
DIRECTORS CERTIFICATE PURSUANT TO SECTION 243(2) OF THE COMPANIES ACT, 2019
(ACT 992) (the COMPANIES ACT)**

1. The board of directors (**Board**) of MobileMoney LTD (the **Company**) has by resolutions dated ~~22 October 2025~~ resolved (by resolving the matters referred to in section 243(1) of the Companies Act) to undertake a merger between the Company and MobileMoney Fintech LTD (**MMF LTD**) under which MMF LTD would absorb the Company.
2. We the undersigned, being members of the Board having voted in favour of the Board resolutions referred to above, certify that the conditions set out in section 243(1) of Companies Act have been satisfied. Our opinion is based on the following:
 - (a) in our opinion, the merger is a necessary step to satisfy the local equity participation requirement applicable to dedicated electronic-money issuers; and
 - (b) we have reviewed the financial conditions of both the Company and MMF LTD and we are satisfied that MMF LTD will be solvent immediately after the merger becomes effective.

DATED THIS 22nd DAY OF OCTOBER 2025 AND SIGNED BY:

Signed by:

A handwritten signature in black ink, appearing to be 'Modupe Kadri', written over a horizontal line.

MODUPE KADRI

A handwritten signature in black ink, appearing to be 'Adekunle Awobodu', written over a horizontal line.

ADEKUNLE AWOBODU

A handwritten signature in black ink, appearing to be 'Serigne Dioum', written over a horizontal line.

SERIGNE DIOUM

A handwritten signature in black ink, appearing to be 'Antoinette Kwofie', written over a horizontal line.

ANTOINETTE KWOFIE

A handwritten signature in black ink, appearing to be 'Shaibu Haruna', written over a horizontal line.

SHAIBU HARUNA

A handwritten signature in black ink, appearing to be 'Stephen Blewett', written over a horizontal line.

STEPHEN BLEWETT

MobileMoney LTD

MTN House, Independence Avenue, Accra.
P.O. Box TF281, Trade Fair, La, Accra, Ghana.
Tel: +233 (0)24 4300000 Fax: +233 (0)2231974 mtn.com.gh/momo/

Directors: Modupe Kadri (Chairman)^ | Shaibu Haruna (CEO) | Susan Yawson (CFO) | Serigne Dioum^ | Antoinette Kwofie^ | Adekunle Awobodu^ | Selma Ribica* | Victoria Bright* | Bashirat Odunewu*].

*Independent Non-Executive Directors; ^Non-Executive Directors

Confidential



MoMo
from MTN

SUSAN YAWSON

VICTORIA BRIGHT

SELMA RIBICA

BASHIRAT ODUNEWU

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