MobileMoney Fintech LTD

Notice of Extraordinary General meeting

NOTICE IS HEREBY GIVEN to shareholders of MobileMoney Fintech LTD (the Company) and the Qualifying Beneficiaries as at the Merger Qualifying Date that an extraordinary general meeting of the Company will be held on **Monday, 1 December 2025** at the Auditorium of the University of Professional Studies, Accra (UPSA) Ghana and virtually, streamed live on **https://momofintechegm.com/**, at 11:00 am GMT to consider and if deemed fit, transact the following business set out hereunder in the manner required by the constitution of the Company and the Companies Act, 2019 (Act 992) (**Companies Act**):

Ordinary Resolution

1. To approve the waiver of the fairness report in terms of section 247(2) of the Companies Act.

Special resolution

2. To approve the Merger in terms of section 243(5) of the Companies Act.

BY ORDER OF THE BOARD OF DIRECTORS

DATED THIS 7th DAY OF NOVEMBER 2025

SIGNED

PALA ASIEDU OFORI (MRS.)
(COMPANY SECRETARY)

NOTES: A Shareholder or Qualifying Beneficiary entitled to attend and vote at the extraordinary general meeting is entitled to appoint a proxy to attend and vote instead of him/her/it. A proxy need not be a Shareholder or Qualifying Beneficiary. A form of proxy is attached to the Circular sent to Shareholders and Qualifying Beneficiaries and may also be downloaded from https://momofintechegm.com/. For a form of proxy to be valid for the purpose of the meeting, it must be completed and deposited at the office of the Central Securities Depository (CSD) or sent via email to info@csd.com.gh at least 24 hours before the time appointed for the taking of the poll. All resolutions to be tabled before the extraordinary general meeting will be decided on a poll.

Capitalised terms used in this notice of meeting, and which are not defined herein, have the meanings given to them in the Circular sent to Shareholders and Qualifying Beneficiaries.

MoMo
from MTN

Notes

1. **Attendance**

This Extraordinary General Meeting (EGM or meeting) of the Shareholders and the Qualifying Beneficiaries shall be held on 1 December 2025 at 11:00 am GMT. Shareholders and Qualifying Beneficiaries may attend in person at UPSA Auditorium, Accra, Ghana or may attend virtually and participate online by accessing https://momofintechegm.com/.

Alternatively, the Shareholders and the Qualifying Beneficiaries who do not have smart phones may participate in the EGM by (i) dialling +233 24 430 0025; (ii) entering the access code 8000; and (iii) entering the conference pin number 056789.

2. **Proxy / Proxy Forms**

2.1 A Shareholder or Qualifying Beneficiary who is unable (or who does not wish) to attend the meeting is allowed by law and the Voting and Trust Structure Implementation Agreement to vote by proxy. A Proxy Form has been prepared to enable such Shareholder or Qualifying Beneficiary to exercise his/her/its vote if he/she/it is unable (or does not wish) to attend personally.

2.2 Shareholders and Qualifying Beneficiaries entitled to attend and vote at the EGM may appoint a proxy to attend and vote on their behalf. Such a proxy need not be a Shareholder or a Qualifying Beneficiary.

2.3 In the case of joint holders, each joint holder should sign the Proxy Form.

2.4 Provision has been made on the Proxy Form for the chairman of the meeting to act as proxy, however the Shareholder or Qualifying Beneficiary may insert in the blank space marked (*) the name of any person, whether a Shareholder or Qualifying Beneficiary, or not, who will attend the meeting and vote on his/her/its behalf instead of the chairman of the meeting.

2.5 If executed by a corporation, the Proxy Form should bear its common seal or be signed on its behalf by a director or duly authorised person.

2.6 The appointment of a proxy will not prevent a Shareholder or a Qualifying Beneficiary from subsequently attending and voting at the EGM. Where a Shareholder or a Qualifying Beneficiary attends the EGM, the proxy appointment shall be deemed to be revoked.

2.7 A copy of the Proxy Form may be downloaded from https://momofintechegm.com/ and may be completed, signed and sent via email to info@csd.com.gh, or deposited at the office of the CSD, as soon as possible and in any event not later than 24 hours before the time for voting by poll on the resolutions tabled at the EGM.

MoMo from MTN

3. **Accessing and Voting at the EGM**

3.1 Access to the meeting will be made available from 9:00 am GMT, on 1 December 2025. Kindly note, however, that the EGM shall commence at 11:00 am GMT. Access to the EGM is set out in note 1 above.

3.2 A unique token number will be sent to Shareholders and Qualifying Beneficiaries by email and/or SMS to grant access to the EGM. Shareholders and Qualifying Beneficiaries who do not receive this token may contact info@csd.com.gh or call +233 (0) 54 582 3198, +233 (0) 54 582 2865 or +233 (0) 54 5822920 before the date of the EGM, to be sent the unique token.

3.3 Shareholders and Qualifying Beneficiaries who do not submit proxy forms as set out, and in accordance with the timing stipulated, in 2.7 above may vote electronically during the EGM using their unique token number.

3.4 Shareholders and Qualifying Beneficiaries participating in the EGM by dial-in as set out in note 1 above, may dial USSD code *899*0# on all networks to cast his/her/its votes.

3.5 Shareholders and Qualifying Beneficiaries joining online may vote as well using the USSD code as set out in 3.4 above or on the online portal, by clicking on the “cast your vote” button and following the instructions.

3.6 Further assistance on accessing the meeting and voting electronically can be found on https://momofintechegm.com/.

4. **Circular**

A Circular has been prepared to provide information to the Shareholders and Qualifying Beneficiaries, both as defined in the Circular, regarding the proposed merger of MobileMoney Ltd with the Company.

The Circular sets out details of the Merger terms and conditions, the Merger rationale, and provides information on MobileMoney Ltd. It also includes information for Dissenting Beneficiaries, of their rights and manner in which such rights (Appraisal Rights) may be exercised.

The Circular can be accessed at https://momofintechegm.com/.

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5. Ordinary Resolution

Resolution 1 - Approval of the waiver of the Fairness Report in terms of section 247(2) of the Companies Act.

Pursuant to section 247 of the Companies Act, the merging companies may agree, in writing, to waive the requirement for the Fairness Report, and they have done so in the Merger Agreement.

Resolution 1: It is hereby resolved that the Fairness Report be and is hereby waived.

6. Special Resolution

Resolution 2 – To approve the Merger in terms of section 243(5) of the Companies Act.

Pursuant to section 243(5)(a) of the Companies Act, the merger proposal shall be approved by a majority in number, representing 75% in value of each class of members of each of the merging companies, present and voting either in person or by proxy at a meeting.

Resolution 2: It is hereby resolved that the Merger (as more fully described in the Circular, and as set out in the Merger Agreement which can be assessed at https://momofintechegm.com/) in terms of which MML will be merged into the Company and all of the business, assets, liabilities and consenting employees of MML (including those of MML's mobile money business) will be transferred to the Company, be and is hereby approved.

Proxy Form

MobileMoney Fintech LTD 2025 Extraordinary General Meeting - November 25, 2025

MobileMoney Fintech LTD
Extraordinary General Meeting
To be held on 1 December 2025 at the UPSA Auditiorium, Accra, Ghana at 11:00 am GMT and virtually by live streaming by accessing https://momofintechegm.com/
I/We...
(insert full name)

of ....
(insert full address)

being a member(s) of MOBILEMONEY FINTECH LTD or a Qualifying Beneficiary of The MTN GHANA FINTECH TRUST,
hereby appoint

....
(insert full name)

or failing him, the chairman of the meeting as my/our proxy to vote (or direct the Trust to vote) for me/us on my/our behalf at the Extraordinary General Meeting of the Company to be held on 1 December 2025 and at any and every adjournment thereof.

Dated this ....day of 2025

....
Shareholder/Qualifying Beneficiary Signature

For Company's Use	Number of Shares in the Company or Number of Scancom PLC Shares held by the Qualifying Beneficiary		
Ordinary Resolution Resolution - 1 It is hereby resolved that the Fairness Report be and is hereby waived.	FOR	AGAINST	ABSTAIN
	FOR	AGAINST	ABSTAIN
Special Resolution Resolution - 2 It is hereby resolved that the Merger (as more fully described in the Circular and as set out in the Merger Agreement, which can be assessed at https://momofintechegm.com/) in terms of which MML will be merged into the Company and all of the business, assets, liabilities and consenting employees of MML (including those of MML's mobile money business) will be transferred to the Company, be and is hereby approved.			
Please indicate with an "X" in the appropriate square how you wish your votes to be cast on the resolutions referred to above. Unless otherwise instructed the proxy will vote or abstain from voting at his/her discretion			

This proxy form should not be completed and sent to the Central Securities Depository (CSD) or deposited at the office of the CSD if the shareholder or qualifying beneficiary will be attending the meeting in person.

MoMo
from MTN