UNITED STATES OF AMERICA
BEFORE THE
SECURITIES AND EXCHANGE COMMISSION

February 5, 2019

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In the Matter of a Tender Offer for
Ordinary Shares of Earthport PLC

ORDER GRANTING EXEMPTION FROM
EXCHANGE ACT RULE 14E-5

Mastercard UK Holdco Limited submitted a letter dated February 5, 2019, requesting that
the Securities and Exchange Commission (“Commission”) grant an exemption from Exchange Act
Rule 14e-5 for the transaction described in its letter (“Request”).

Based on the representations and the facts presented in the Request, and subject to the terms
and conditions described in the letter from the Division of Corporation Finance dated February 5,
2019, it is ORDERED that the request for exemption from Exchange Act Rule 14e-5 is hereby
granted.

For the Commission, by the Division of Corporation Finance, pursuant to delegated
authority.

Brent J. Fields
Secretary