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The auditor's opinion according to ch. 13 Section 8 of the Swedish Companies Act (2005:551) on the board's account of property in kind

To the general meeting of MTI Investment SE, org. no. 517100-0135 ("The Company")

We have reviewed the board's report with regard to the property in kind dated May 23, 2024.

The board's responsibility for the report The board is responsible for preparing the report according to the Swedish Companies Act and for ensuring that there is such internal control as the board deems necessary to be able to produce the report without material errors, whether these are due to irregularities or mistakes.

The auditor's responsibility Our task is to give an opinion on property in kind on the basis of our review. We have performed the review in accordance with FAR's recommendation RevR 9 The auditor's other opinions according to the Swedish Companies Act and the Swedish Companies Ordinance. This recommendation requires us to plan and perform the review to obtain reasonable assurance that the board's report does not contain material misstatements.
The audit firm applies ISQM 1 (International Standard on Quality Management), which requires the firm to design, implement and manage a quality management system including guidelines or routines regarding compliance with professional ethical requirements, standards for professional practice and applicable requirements in laws and other statutes.

We are independent in relation to the Company in accordance with good accounting practice in Sweden and have otherwise fulfilled our professional ethical responsibilities in accordance with these requirements.

The review includes obtaining evidence about financial and other information in the board's report through various measures. The auditor chooses which actions are to be carried out, including by assessing the risks of material misstatements in the statement, whether these are due to irregularities or mistakes. In this risk assessment, the auditor considers those parts of the internal control that are relevant to how the board prepares the report for the purpose of designing audit measures that are appropriate in the circumstances, but not for the purpose of making a statement about the effectiveness of the internal control. The review also includes an evaluation of the appropriateness of the valuation methods that have been used and the reasonableness of the board's assumptions.
We believe that the evidence we have obtained is sufficient and appropriate as a basis for our statement.

Other information
The board's report shows that the board proposes that the annual general meeting decide on a new issue of a maximum of 2,050,977 shares to Engström Investment Holding AB and Sørlandsforskning AS, at a subscription price of SEK 1.76 per share. The newly issued shares are proposed to be paid for by the contribution of property in kind consisting of 29,333 shares in FinTech Africa AB, reg.no. 559189-6104 ("Property in kind").

The board's statement also shows that the non-material property that may be added to the company in return for the newly issued shares is estimated to have a value of SEK 3,609,719 and is estimated to be included at this value in the Company's balance sheet. The value of the Apporte property has been determined by the board of directors on the basis of an independent valuation carried out by Placing Valuation, part of FinReg Solutions AB with registration number 556939-3308, which in its valuation report arrived at a final valuation of FinTech Africa AB of approximately 32,705 SEK 773 as of March 14, 2024, based on 122,260 issued shares in FinTech Africa AB and thus a price of SEK 267.51 per share. The parties arrived

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after negotiation agreed that a discount of 54% would be applied to the valuation of FinTech Africa AB and that the price per share in FinTech Africa AB would thus amount to SEK 123.06. The background to the discount is that Placing Valuation, part of FinReg Solutions AB, carried out a valuation of the Company in connection with the year-end report for the financial year 2023 and then arrived at a net asset value per share in the Company of SEK 3.79. The share price in the Company at the same time was SEK 1.76 per share, which corresponded to a discount of 54%. The parties therefore agreed to apply a corresponding discount to the shares in FinTech Africa AB and that the subscription price of the issue in kind should therefore be set at SEK 1.76 per share.

It is the board's assessment that the value the Contribute Property is intended to be taken up to does not exceed the real value of the property for the Company. It is also the board's assessment that the value of the Contributed Property at least corresponds to the value of the consideration to be issued, and that the Contributed Property will be beneficial for the Company's operations.

This statement is only intended to fulfill the requirement set out in ch. 13. Section 8 of the Swedish Companies Act and may not be used for any other purpose.

Statement

We

believe; - that the Contributed Property is or can be assumed to be useful for the Company's operations; and - that the Apporte property in the statement has not been taken up at a higher value than the real value for the Company.

Lund per day for electronic signature

Ernst & Young AB

Stefan Svensson
Chartered Accountant

DW/SJA-