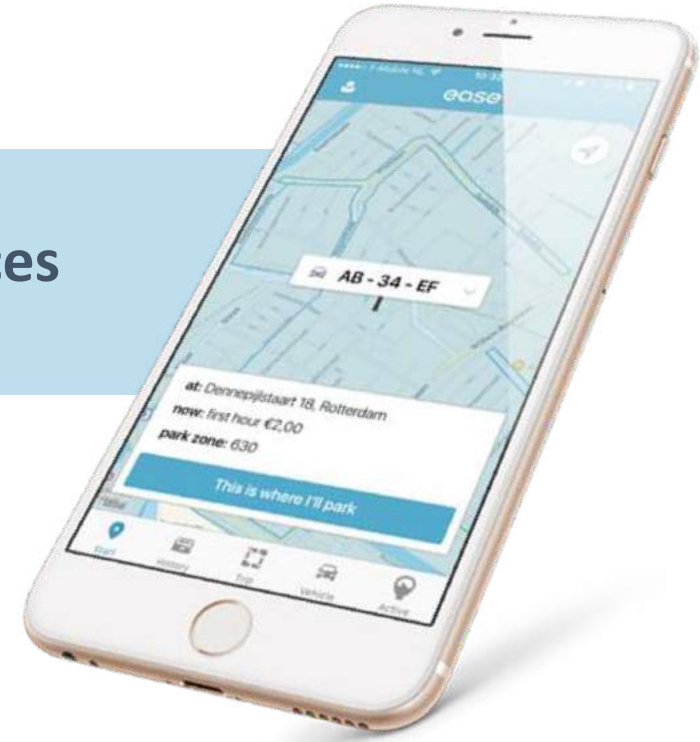
Investor Presentation

Ease2pay and Involtum:
Mobile payment platform for shared self-services
Supporting the energy transition



Book

Park

Charge

Pay

29-11-2021

ease2pay nv
listed on Euronext

Creating Leading Mobile Payment Platform for Transport Services

ease2pay NV listed on Euronext

INVOLTUM mobile utility solutions

1 Leading mobile payment platform for shared transport services

- **Comprehensive transaction platform** combining proprietary mobile wallet & payment technology with IoT device connectivity
- Creating new and sustainable business models by **offering self-service applications for shared services**
- Fast-growing market **driven by global trends** for electrification, digitalisation, IoT, unattended retail, shared services and mobile payments

2 Supporting energy transition within well defined target groups

- Well defined combined **market strategy** focusing on: Individual Transport, Recreational Transport and Freight Transport
- The combination is well positioned as enabler for electrification of shared transport services and thereby accelerating the energy transition, with label NomadPower as **market leader** to capitalise on the **shift towards electric trailer cooling and e-trucks**
- Combined **sales strategy** targeting merchants and strategic partners and **cross selling opportunities** across labels
- Ample **room for organic growth and acquisitions** in target group end-markets, with the opportunity to be the first and only mover in some end-markets

3 Proven track record and robust performance

- Proven track record and robust IoT backbone, with sticky business model build on **recurring subscription and payment processing revenues**
- Large and growing customer base with **high retention rates** and over 1.4m transactions in 2020 and 0.9m in H1 2021
- Experienced and **founder-led management team with skin in the game** and business model with proven track record

4 Ambitious growth strategy

- Use the energy transition to become the **leading European mobile payment platform for shared services in transport**
- **Grow organically** by increasing number of transactions, connections and clients with existing merchants and labels, and roll out of (new) labels across new (European) countries using blue-print of business in home-market
- Grow inorganically via acquisitions, with dynamic European (niche-)markets resulting in a list of **buy- and build opportunities**
- Resulting in a revenue ambition of **EUR 19m** in 2024 fuelled by a capital raise pre-closing
- Use of proceeds: additional **FTE for sales & IT development** and **NomadPower growth** of charging network

Merge of Mobile Payment and Self-Service Platform

ease2pay nv listed on Euronext

Mobile payment & loyalty platform

Parking, fueling & charging

In the Dutch market

anwb Rabobank

Total self-service

In the European market

Miele

INVOLTUM mobile utility solutions

Proprietary IoT booking & transaction platform

A leading mobile payment platform for all shared transport services enable the energy transition

Payment Service Provider

Unlocking Devices & Services

Data Driven Loyalty Platform

European Wide Self-Service Platform

ease2pay

Mobile Self-Service Empowers Users

Book

Park

Charge

Pay

Mobile Self-Service Empowers Merchants

Significant lower break even point of charging locations supports the energy transition

Decrease costs

- **No Point-of-Sale** hardware needed, application runs on the smartphone of customers
- Converting manned facilities into **24/7 digital self-service**
- Receive payments (risk-free) **within 24 hours**
- Access to large **external customer base**

Increase sales

- 24/7 access and **booking of transport service** facilities
- Up to date location information and **easy payments** via smartphone app; no need for plastic cards
- **Transparent pricing** and billing via smartphone app
- **Seamless in-app loyalty** can facilitate channels in converting their buying power into loyalty discounts for their customers
- **Directing users to merchant** via booking function

Strong Trends Supporting Growth of Self-Service

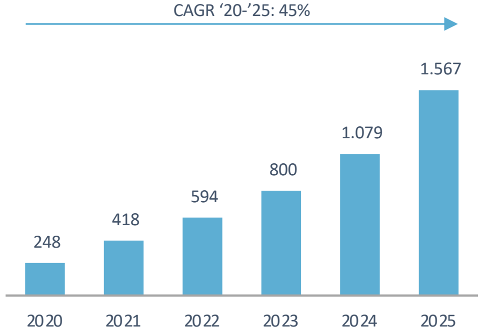
Using IoT plus mobile payments and support the energy transition with self-service

IoT
Connecting and unlocking devices & services to share

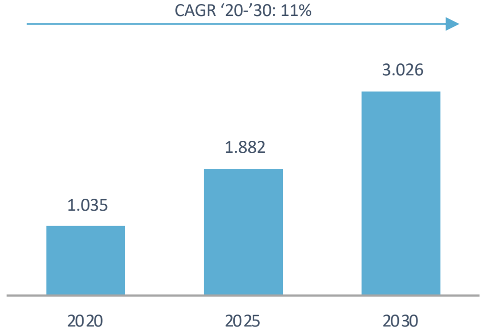
Mobile payments
Significant growth in payments via smart devices

Energy transition
Consumers use unattended charging services

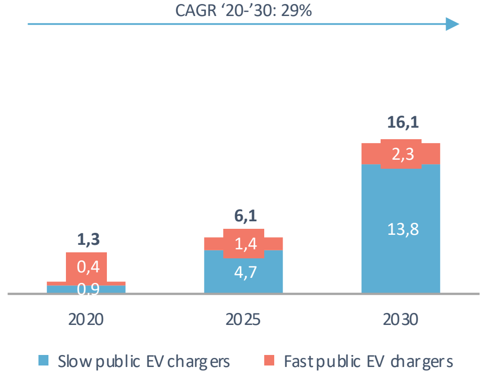
Global end-user spending on IoT solutions
(USDbn)



Global cashless transaction volumes
(#m)



Global EV charging points
(#bn)



Source: Statista, PWC, IEA

Market Strategy: 1 Platform for 3 Transport Markets

	I Individual Transport	II Recreational Transport	III Freight Transport
Targeted end-market	✓ Digital on & off-street parking ✓ Fuel market ✓ EV-charging	✓ Marinas ✓ Camper sites ✓ Launderettes	✓ Truck charging ✓ Shore power for shipping ✓ Public spaces
Mobile self-services	Booking Parking Charging Fuel	Booking Parking Charging Washing Power supply Water supply	Booking Parking Charging Water supply Fuel Washing
Market	B2C	B2C	B2B
Own labels	Prettig Parkeren ease2pay Park and Power	aanuit.net YOREON	NOMAD Power Walstroom Markt Stroom.nl
Strategic channels	Rabobank anwb	seijsener Miele	Easy Power Supply

ease2pay

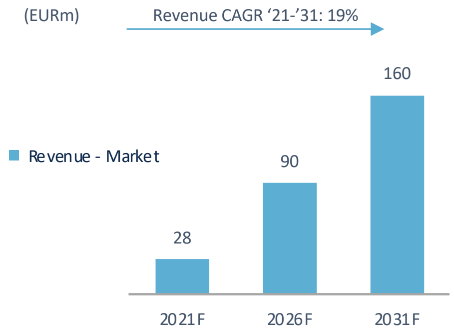
I Targeted End-markets: Individual Transport

DIGITAL ON- & OFFSTREET PARKING

Market dynamics

- Centrally organised parking network by SHPV
- Large Dutch market with decent outlook
- Various other on-street parking app providers in the market
- Parking garage players pose major entry barrier, but still very low digital adoption rate

Dutch addressable market revenue

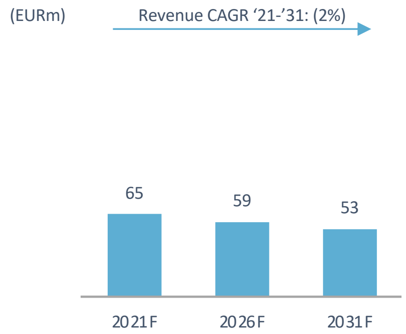


FUEL

Market dynamics

- Oil corporates pose major entry barriers
- No other smartphone payment and loyalty providers active
- Plastic fuel cards are widely used against higher prices

Dutch addressable market revenue

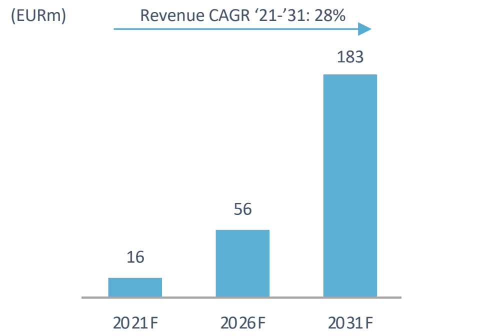


EV-CHARGING

Market dynamics

- Many different charging point operators (CPOs)
- Market demand driven by significantly growing # of EVs
- Plastic charging cards are widely used

Dutch addressable market revenue



ease2pay

Source: CBS, IHS Markit, Multiscope, Retailinsiders.nl, company information

II Targeted End-markets: Recreational Transport Services

Market dynamics

CAMPER SITES

- Paid camper bays that offer overnight stays and access to electricity and water
- Large European market, with many ad-hoc payment solutions
- Introductions of e-camper models

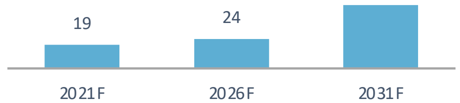
MARINAS

- Digitalising transactions, reservations and electricity and water supply in marinas
- Large European market, with multiple marina service providers at early stage of digitalisation
- E-boat market to grow fast over next years

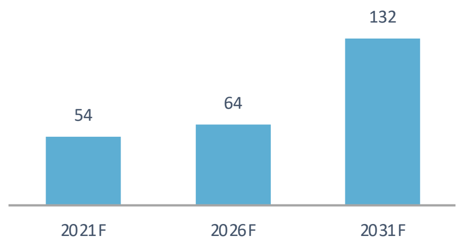
European addressable market revenue

■ Revenue - Market

Camper sites: (EURm) Revenue CAGR '21-'31: 10%



Marinas: (EURm) Revenue CAGR '21-'31: 9%



Source: Campercontact (NKC) data, Carbon Trust - Roadmap for the decarbonisation of the European Recreational Marine Craft Sector (2021), company information

III Targeted End-markets: Freight Transport Services

Market dynamics

TRUCK CHARGING[1]

- Charging points refrigeration trailers and e-trucks
- Early stage but large expected market
- Estimated increase from almost zero to 290k public and non-public truck charging points in 2030

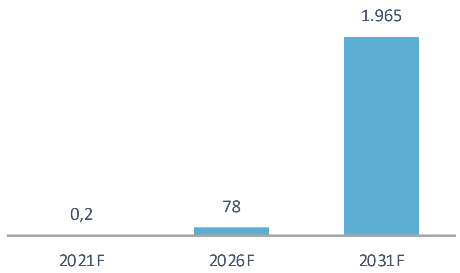
SHORE POWER

- Access to electricity and water supply in harbours for inland vessels
- Only two players active in the Dutch market
- Provide charging services in the future, when inland ships shift to electric engines

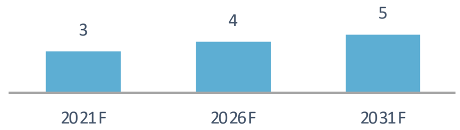
European addressable market revenue

■ Revenue - Market

Truck charging — (EURm) Revenue CAGR '21-'31: 157%



Shore power — (EURm) Revenue CAGR '21-'31: 3%



ease2pay

1: Different business model – Involtum is owner of charging points, hence 100% take rate
Source: ACEA, company information

Combined Sales Strategy: Partners & Merchants

Strategic Partners

Partners offering sales network to merchants OR strategic platform2platform channels

Strategic Merchants

Large merchants that offer access to their location network for one or more of our Target Groups

Merchants

Individual merchants that operate locations for our Target Groups

Hunting model

Actively pursue partners that offer access to large customer groups

Common denominator

Attract large (semi) public merchants that are active in multiple end-markets

Harvesting model

Attract smaller merchants that are active in one target group, leveraging platform and customer base

ease2pay

Merge of Mobile Payment and Self-Service Platform

Mobile payment & loyalty platform

Parking, fueling & charging
In the Dutch market

EUR 0.2m
Revenue 2020

 # 58k
User accounts 2020

3 Own labels
3 Strategic channels

Total self-service
In the European market

EUR 1.4m
Revenue 2020

 # 70k
User accounts 2020

5 Own labels
3 Strategic channels

Proprietary IoT booking & transaction platform

A leading mobile payment platform for all shared transport services enable the energy transition

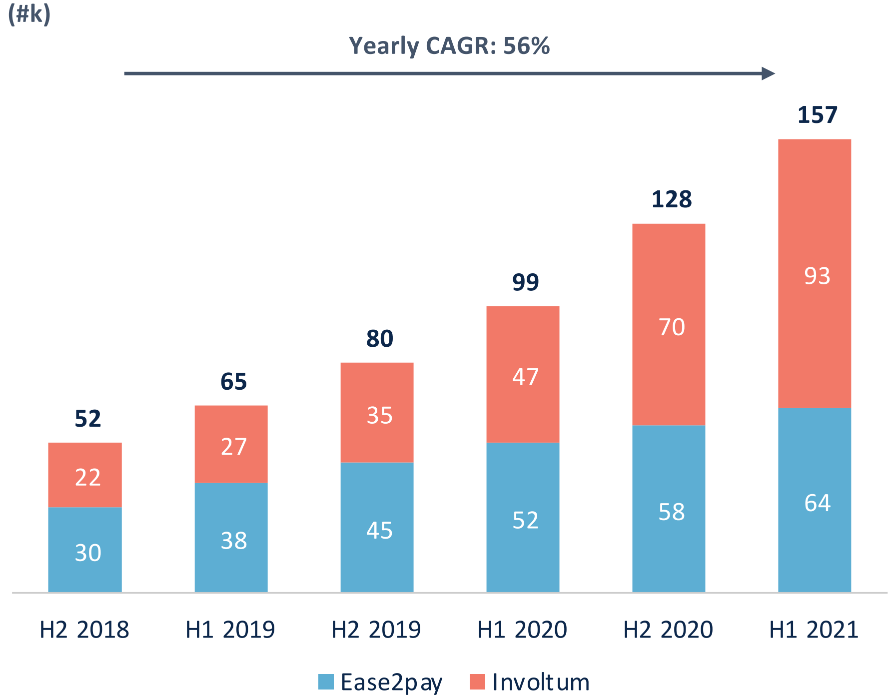
Payment Service Provider

Unlocking Devices & Services

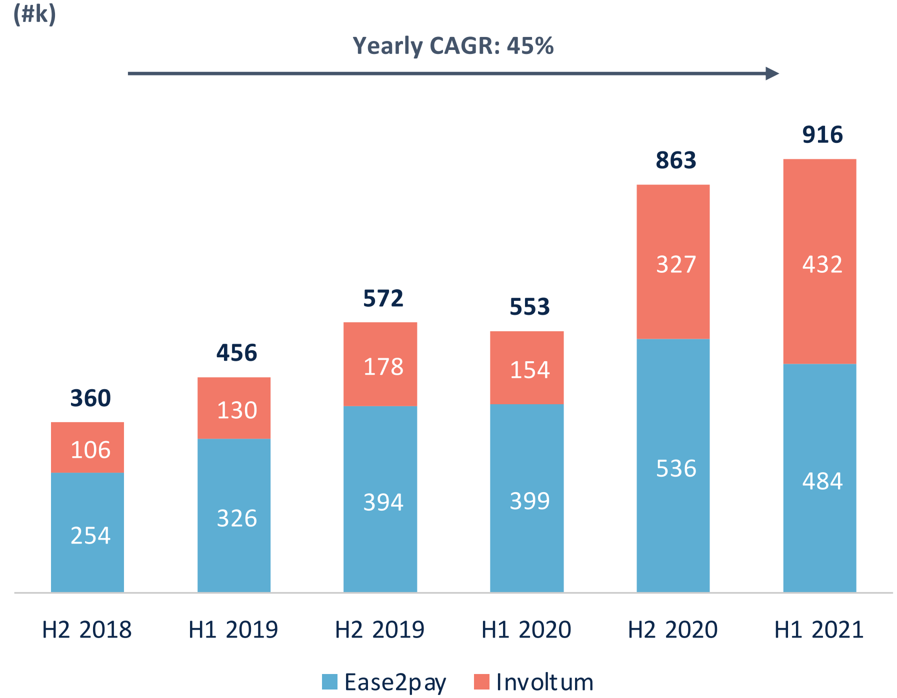
Data Driven Loyalty Platform

Proven Track Record and Robust Performance

Accounts growth

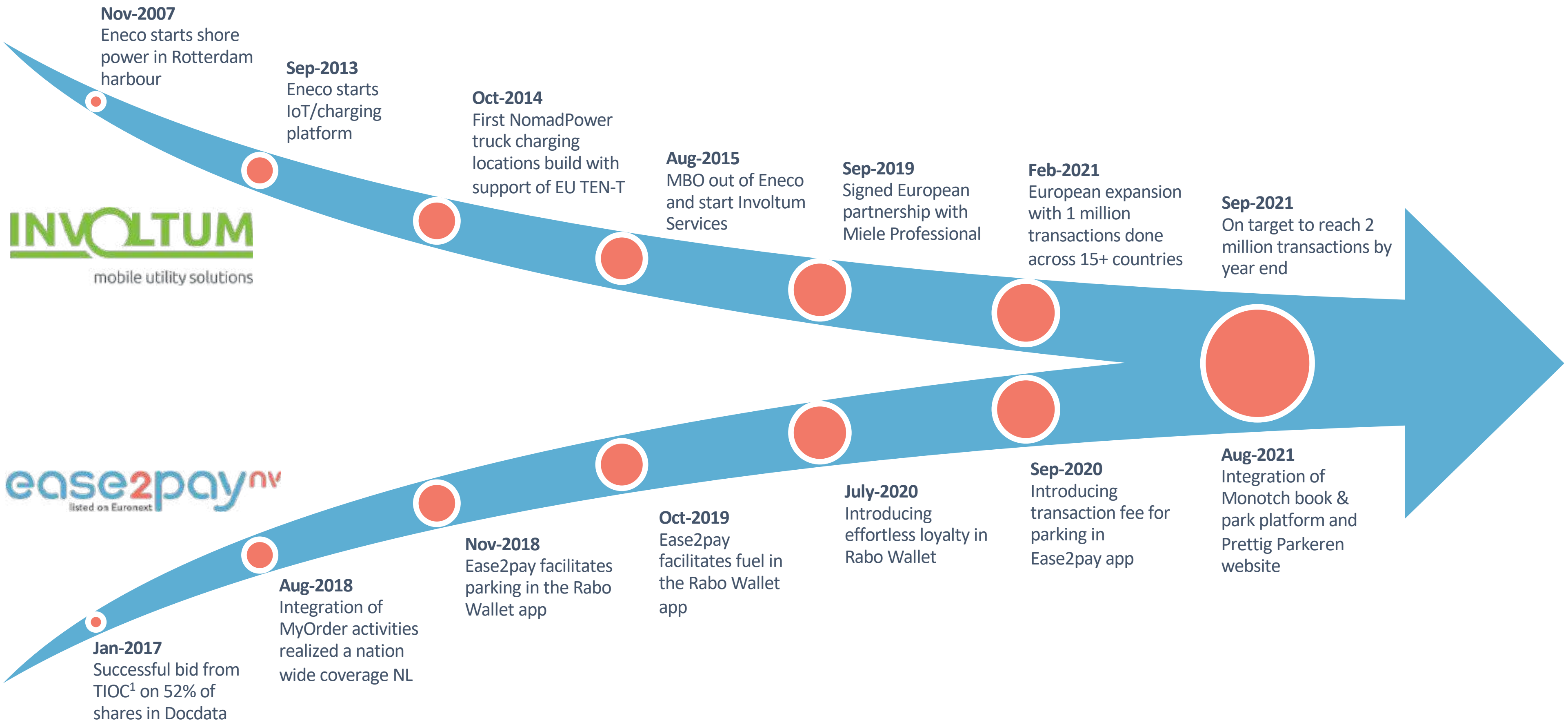


Transactions processed



ease2pay

Proven Track Record and Robust Performance



1: TIOC is owned by the management team

Experienced and Invested Founder-led Management Team

Jan Borghuis
Co-CEO

- ease2pay — Co-founder, 2017 – Present
- greenwheels — Co-founder, 1995 - 2014
- MSc Economics

26 years of entrepreneurship, proven track record in payments industry plus innovation leader in individual transport

Gijs van Lookeren Campagne
Co-CEO

- ease2pay — Co-founder, 2017 - Present
- greenwheels — Co-founder, 1995 - 2014
- Arthur Andersen — Accountant Assistant, 1992 - 1995
- Tilburg University — RA – Postgraduate CPA
- MSc Business Economics

26 years of entrepreneurship, proven track record in payments industry plus innovation leader in individual transport

Edwin Noomen
CFO/CTO

- INVOLTUM — Managing Director, 2015 - Present
- SEnS Capital — Partner, 2007 - 2015
- ROBECO — Head of Structured Finance, 2001 - 2007
- Credit Suisse — Structured Derivatives, 1996 - 2001
- MSc Business Economics

11 years of experience in the financial sector and founded Involtum in 2015

Maarten Hektor
Sales & Marketing director

- INVOLTUM — Managing Director, 2015 - Present
- Eneco — Electric charging platform, 2012 - 2015
- Desysion — Interim work for Eneco, 2004 – 2012
- AtoS — Management Consultant, 1998 – 2004
- Project Office Manager, 1997-1998
- HEINEKEN — Trainee, 1996-1997
- MSc Business Administration

Founded the predecessor of Involtum in 2012 and has more than a decade of entrepreneurial experience

Hans Bevers
NomadPower director

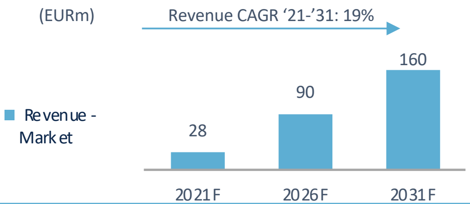
- INVOLTUM — Managing Director, 2016 - Present
- BNP PARIBAS — Fixed Income Derivatives, 2006 - 2015
- Credit Suisse — Fixed Income Derivatives, 1999 - 2006
- Rabobank — Analyst, 1997 - 1999
- MSc Economics

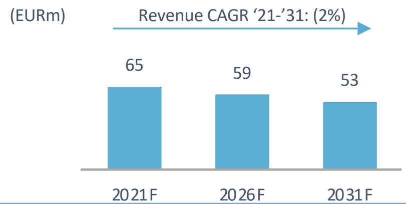
Joined the Involtum team in 2016, where he set up the largest European charging network for refrigeration trailers and e-trucks

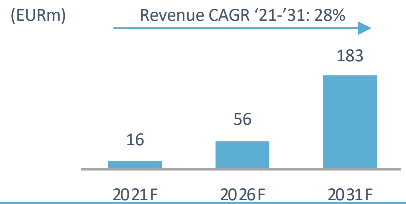
I Ambitious Growth Strategy: Individual Transport

	DIGITAL ON- & OFFSTREET PARKING	FUEL	EV-CHARGING
Market dynamics	▪ Centrally organised parking network by SHPV ▪ Large Dutch market with decent outlook ▪ Various other on-street parking app providers in the market ▪ Parking garage players pose major entry barrier, but still very low digital adoption rate	▪ Oil corporates pose major entry barriers ▪ No other smartphone payment and loyalty providers active ▪ Plastic fuel cards are widely used against higher prices	▪ Many different charging point operators (CPOs) ▪ Market demand driven by significantly growing # of EVs ▪ Plastic charging cards are widely used

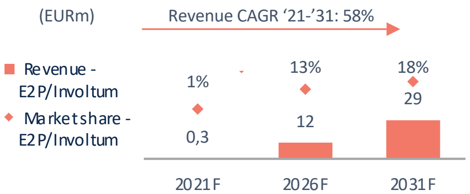
Dutch addressable market revenue

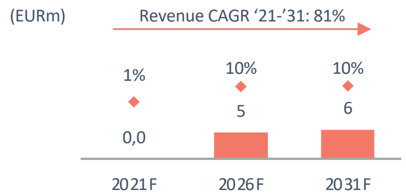


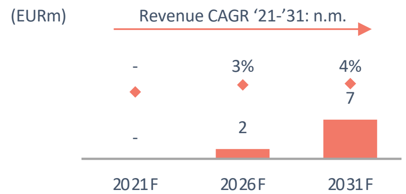




E2P/Involtum revenue and market share ambition







	DIGITAL ON- & OFFSTREET PARKING	FUEL	EV-CHARGING
E2P/Involtum positioning / opportunity **How to win?**	▪ Offer platform to third party channels like Rabobank ▪ Connect platform to large parking garage players ▪ Selective M&A, targeting small entrants	▪ Large Rabobank customer base will be more attractive for oil corporates ▪ Offer additional loyalty discounts to attract more customers	▪ E2P will enter the EV charging market in 2022 ▪ Smartphone app is more transparent and convenient than current plastic charging cards ▪ Selective M&A in EV space

Source: CBS, IHS Markit, Multiscope, Retailinsiders.nl, company information

II Ambitious Growth Strategy: Recreational Transport Services

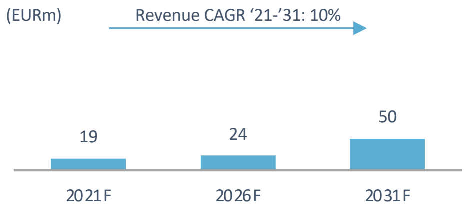
CAMPER SITES

Market dynamics

- Paid camper bays that offer overnight stays and access to electricity and water
- Large European market, with many ad-hoc payment solutions
- Introductions of e-camper models

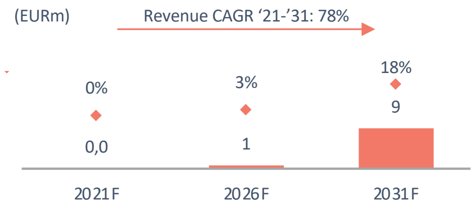
European addressable market revenue

■ Revenue - Market



E2P/Involtum revenue and market share ambition

■ Revenue - E2P/Involtum
◆ Marketshare - E2P/Involtum



E2P/Involtum positioning / opportunity — How to win?

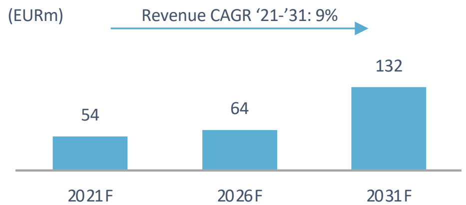
- Opportunity to be first mover
- Selective M&A, targeting large groups of camper customers
- Ambition to become European market leader to create Booking.com effect (harvesting)

MARINAS

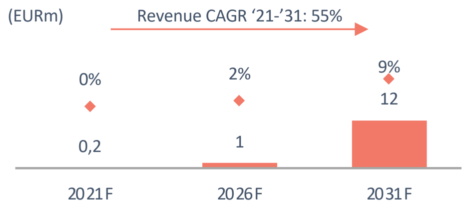
Market dynamics

- Digitalising transactions, reservations and electricity and water supply in marinas
- Large European market, with multiple marina service providers at early stage of digitalisation
- E-boat market to grow fast over next years

European addressable market revenue



E2P/Involtum revenue and market share ambition



E2P/Involtum positioning / opportunity — How to win?

- Opportunity to be first mover
- Selective M&A, targeting marina service providers
- Ambition to become European market leader to create Booking.com effect (harvesting)

ease2pay

Source: Campercontact (NKC) data, Carbon Trust - Roadmap for the decarbonisation of the European Recreational Marine Craft Sector (2021), company information

III Ambitious Growth Strategy: Freight Transport Services

TRUCK CHARGING[1] | SHORE POWER

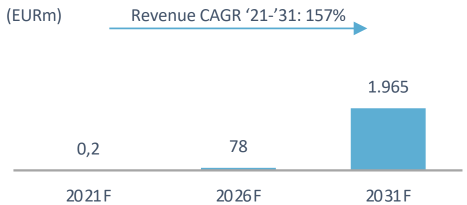
Market dynamics

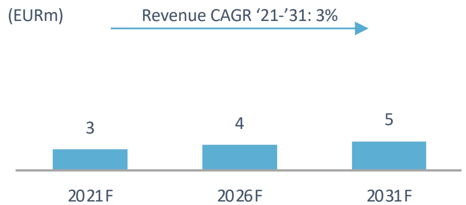
Truck charging
- Charging points refrigeration trailers and e-trucks
- Early stage but large expected market
- Estimated increase from almost zero to 290k public and non-public truck charging points in 2030

Shore power
- Access to electricity and water supply in harbours for inland vessels
- Only two players active in the Dutch market
- Provide charging services in the future, when inland ships shift to electric engines

European addressable market revenue

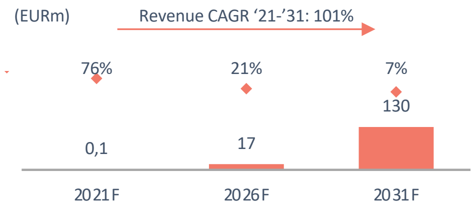
■ Revenue - Market

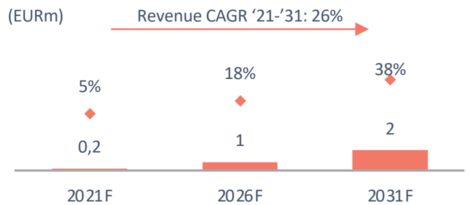




E2P/Involtum revenue and market share ambition

■ Revenue - E2P/Involtum
◆ Marketshare - E2P/Involtum





E2P/Involtum positioning / opportunity

How to win?

Truck charging
- First mover advantage by aggressive roll out of European charging network for cool trailers
- Start combining AC cool trailer charging and DC e-truck charging
- Establish partnerships with truck OEMs

Shore power
- Currently Dutch market leader
- Selective M&A
- Consolidate Dutch market and eventually European market

1: Different business model – Involtum is owner of charging points, hence 100% take rate
Source: ACEA, company information

Ambitious Growth Strategy

Scale-up capital needed to become the leading payment platform for shared services in transport

- ✓ Increase **number of transactions** and **connections** with existing merchants
- ✓ Using **network effects** and market leading position of existing labels **to gain new clients**
- ✓ **Business development** towards new strategic channels
- ✓ Roll out of **labels across new (European) countries** using blue-print of business in home-market
- ✓ Dynamic European (niche-)markets resulting in a list of **multiple acquisition opportunities**

Ambition for 2024

- >50m individual transport transactions
- >22k connected charging points
- EUR 19m revenue

58 FTE in 2024

Additional FTE for ICT (16), business development (15) and other functions (27)

Capital raise

Proceeds will be used to hire personnel plus invest in NomadPower network and management will co-invest

ease2pay

Disclaimer

IMPORTANT NOTICE
THIS PRESENTATION, ITS CONTENTS AND ANY INFORMATION PROVIDED AT THIS PRESENTATION ARE STRICTLY CONFIDENTIAL AND ARE NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO OR FROM THE UNITED STATES OF AMERICA, ITS TERRITORIES OR POSSESSIONS, CANADA, AUSTRALIA, JAPAN OR TO ANY RESIDENT THEREOF OR ANY OTHER JURISDICTION OR TO ANY OTHER PERSON WHERE SUCH DISTRIBUTION WOULD BE UNLAWFUL. THIS PRESENTATION IS NOT AN OFFER OR INVITATION TO BUY, SELL OR SUBSCRIBE FOR SECURITIES IN ANY JURISDICTION.

Please read the following before continuing. The following applies to this document, which has been prepared by Ease2pay N.V. (the "**Company**") solely for discussion and feedback purposes in relation to the Company and its subsidiaries (together, the "**Group**"), to the oral presentation of the information in this document by members of the Company's management board (*bestuur*) and to any question-and-answer session that follows the oral presentation (collectively, the "**Information**"), each of which should be considered together and not taken out of context.

The Information is strictly confidential, subject to the terms of the confidentiality agreement signed with the Company, is in summary draft form, is solely for discussion and feedback purposes and must not be relied upon for any purpose. It does not purport to contain all information required to evaluate the Company or the Group and/or its financial position. The Information does not constitute a recommendation regarding any securities of the Company or any other member of the Group. The Information and opinions contained in this presentation are provided as at the date of this document and are subject to change without notice. This document is the sole responsibility of the Company.

The Information must not be disclosed, taken away, reproduced, redistributed, copied or passed on, directly or indirectly, to any other person or published or used in whole or in part, for any purpose. By accepting to attend the presentation to which the Information relates and access the Information, you agree that you will not distribute, disclose or provide any Information to any other person and you agree to be bound by the provisions herein. This document may not be removed from the premises. If this document has been received in error it must be returned immediately to the Company. Failure to comply with these restrictions may constitute a violation of applicable securities laws.

This document is not, and should not be construed as, a prospectus or placement document, and has not been reviewed or approved by any regulatory or supervisory authority. The Information does not constitute or form part of and should not be construed as a placement or subscription of or a solicitation or invitation of any placement to subscribe for or purchase any securities in the Company or any other member of the Group or any other entity in any jurisdiction, and nothing contained therein shall form the basis of or be relied on in connection with any contract or commitment whatsoever, in particular, it must not be used in making any investment decision.

No representation, warranty or undertaking, express or implied, is made by shareholders of the Company (jointly the "**Shareholders**"), NIBC Bank N.V. or ABN Amro Bank N.V. (jointly the "**Banks**") or any of the Company's, any member of the Group, each Shareholder's or the Bank's respective affiliates or any of its of their respective directors, officers, employees, advisors or agents (the "**Representatives**") or any other person as to, and no reliance should be placed on, the fairness, accuracy, completeness or correctness of the Information or the opinions contained therein or any other statement made or purported to be made in connection with the Company or the Group, for any purpose whatsoever, including but not limited to any investment considerations. No responsibility, obligation or liability whatsoever, whether arising in tort, contract or otherwise, is or will be accepted by the Company, any member of the Group, the Shareholders or the Banks or any of their respective Representatives or any other person for any loss, cost or damage howsoever arising from any use of the Information, or for information or opinions or for any errors, omissions or misstatements contained therein or otherwise arising in connection therewith.

The Information is subject to updating, revision, amendment, verification, correction, completion and change without notice. In providing access to the Information, none of the Company, the Shareholders, the Banks or any of their respective Representatives or any other person undertakes any obligation to provide the attendee or recipient with access to any additional information or to update the Information or to correct any inaccuracies in any such Information, including any financial data or forward-looking statements. The Information should be considered in the context of the circumstances prevailing at the time and has not been, and will not be, updated to reflect material developments which may occur after the date thereof. None of the Banks, any of their respective Representatives or any (other) agents or advisors of the Company, any member of the Group or the Shareholders have independently verified any of the Information.

The Company and the Shareholders have not decided finally whether to proceed with a placement. Such a decision would be taken only after assessing a number of criteria, including feedback and prevailing market conditions. No prospectus will be or is required to be rendered as part of the placement contemplated by the Company. You should conduct your own independent analysis of all relevant data provided in connection with the placement and you are advised to obtain independent expert advice as to the legal, tax, accounting, financial, credit and other related aspects before making any investment decision.

The Information may constitute or include forward-looking statements. Forward-looking statements are statements that are not historical facts and may be identified by words such as “plans”, “targets”, “aims”, “believes”, “expects”, “anticipates”, “intends”, “estimates”, “will”, “may”, “continues”, “should” and similar expressions. These forward-looking statements reflect, at the time made, the Company's beliefs, intentions and current targets/aims concerning, among other things, the Company's or the Group's results of operations, financial condition, liquidity, prospects, growth and strategies.

Disclaimer

Forward-looking statements include statements regarding: objectives, goals, strategies, outlook and growth prospects; future plans, events or performance and potential for future growth; liquidity, capital resources and capital expenditures; economic outlook and industry trends; developments of the Company's or the Group's markets; the impact of regulatory initiatives; and the strength of the Company's or any other member of the Group's competitors. Forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future, including but not limited to the impact of public health crises, such as pandemics (including Covid-19) and epidemics and any related company or government policies and actions to protect the health and safety of individuals or government policies or actions to maintain the functioning of national or global economies and markets. Past performance of the Company cannot be relied on as a guide to future performance. The forward-looking statements in the Information are based upon various assumptions, many of which are based, in turn, upon further assumptions, including without limitation, management's examination of historical operating trends, data contained in the Company's records (and those of other members of the Group) and other data available from third parties. Although the Company believes that these assumptions were reasonable when made, these assumptions are inherently subject to significant known and unknown risks, uncertainties, contingencies and other important factors which are difficult or impossible to predict and are beyond its control. Forward-looking statements are not guarantees of future performance and such risks, uncertainties, contingencies and other important factors could cause the actual outcomes and the results of operations, financial condition and liquidity of the Company and other members of the Group or the industry to differ materially from those results expressed or implied in the Information by such forward-looking statements. No representation or warranty is made that any of these forward-looking statements or forecasts will come to pass or that any forecast result will be achieved. Undue influence should not be given to, and no reliance should be placed on, any forward-looking statement. No statement in the Information is intended to be nor may be construed as a profit forecast.

To the extent available, the industry, market and competitive position data contained in the Information come from official or third-party sources. Third party industry publications, studies and surveys generally state that the data contained therein have been obtained from sources believed to be reliable, but that there is no guarantee of the accuracy or completeness of such data. While the Company believes that each of these publications, studies and surveys has been prepared by a reputable source, none of the Company, any member of the Group, the Shareholders, the Banks or any of their respective Representatives has independently verified the data contained therein. In addition, certain of the industry, market and competitive position data contained in the Information come from the Company's own internal research and estimates based on the knowledge and experience of the Company's management in the markets in which the Company and the other members of the Group operate. While the Company believes that such research and estimates are reasonable, they, and their underlying methodology and assumptions, have not been verified by any independent source for accuracy or completeness and are subject to change and correction without notice. Accordingly, reliance should not be placed on any of the industry, market or competitive position data contained in the Information.

The Company does not intend to register any securities that it may offer under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), or to conduct a public offering of any securities in the US. The securities of the Company have not been and will not be registered under the Securities Act and any such securities may not be offered or sold in the United States absent registration under the Securities Act or an available exemption from registration. Neither this document nor any copy of it may be taken or transmitted into the United States (except to a limited number of qualified institutional buyers as defined in Rule 144A under the Securities Act), Australia, South Africa, Canada or Japan or to any securities analyst or other person in any of those jurisdictions. Any failure to comply with these restrictions may constitute a violation of United States, Australian, South Africa, Canada or Japanese securities laws. This document is also not for publication, release or distribution in any other jurisdiction where to do so would constitute a violation of the relevant laws of such jurisdiction nor should it be taken or transmitted into such jurisdiction and persons into whose possession this document comes should inform themselves about and observe any such restrictions.

The Information is only addressed to and directed at persons (A) in member states of the European Economic Area (each a "**Relevant State**") who are "qualified investors" within the meaning of the Prospectus Regulation (Regulation (EU) 2017/1129) ("**Qualified Investors**") or (B) in the United Kingdom who are "qualified investors" within the meaning of Article 2(e) of the Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018and (i) having professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Order**"), (ii) falling within Article 49(2)(a) to (d) of the Order (and only where the conditions contained in those Articles have been, or will at the relevant time be, satisfied), or (iii) to whom it may otherwise lawfully be communicated (all such persons together being referred to as "**Relevant Persons**"). The Information must not be acted on or relied on (i) in any Relevant State, by persons who are not Qualified Investors, and (ii) in the United Kingdom, by persons who are not Relevant Persons. Any investment or investment activity to which the Information relates is available only to or will be engaged in only with, (i) Qualified Investors in any Relevant State, and (ii) Relevant Persons in the United Kingdom.
The Banks, any of their respective Representatives or any (other) agents or advisors of the Company, any member of the Group or the Shareholders will not be responsible for providing advice to anyone in relation to any potential placement of securities in the Company or any transaction, matter or arrangement referred to in this document.

Access to the Information is being given in connection with a proposed meeting with the Company and no copy of the Information will be left behind after this meeting. By attending such meeting and/or accessing or reading a copy of the Information you agree to be bound by the foregoing limitations and conditions and, in particular, will be taken to have represented, warranted and undertaken that (i) you have read, accept and agree to comply with the contents of this notice including, without limitation, the obligation to keep the Information confidential and (ii) (A) if in a Relevant State you are a Qualified Investor; (B) if in the United Kingdom you are a Relevant Person; and (C) if in the United States, you are a qualified institutional buyer as defined in Rule 144A under the Securities Act, or (D) Irrespective of where you are resident or incorporated, you are an institution that is permitted within your home jurisdiction and in the jurisdiction in which you are accessing the Information, under applicable law and regulation, to access the Information.