

**Member's agreement**

20/12/2022

Ref – Financial statements for subsidiaries of Topco Limited, year ending 31 December 2021

Ultimate Parent	Overture Topco Limited (10429491)
Other members	Overture Bidco Limited (10429588)
Subsidiary under guarantee	Overture Midco Limited (10429527) Overture Midco II Limited (10429559) Emerald Topco Limited (09019417) Emerald Midco 1 Limited (09019478) Emerald Midco 2 Limited (09019593) Emerald Bidco Limited (09084019) ✓

This notice is to confirm that all members (parent entities, shareholders and liability holders) agree to the subsidiary undertaking exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies for the subsidiary in question. This consent is obtained and confirmed for the year in question.

Signed by

*Monika Rese*

Monika Rese  
Director

Overture Midco Limited (10429527)  
Overture Midco II Limited (10429559)  
Overture Bidco Limited (10429588)  
Overture Midco Limited (10429527)  
Emerald Topco Limited (09019417)  
Emerald Midco 1 Limited (09019478)  
Emerald Midco 2 Limited (09019593)  
Emerald Bidco Limited (09084019)

Signed by

*Monika Rese*

M I Rese  
Director of:  
Overture Topco Limited (10429491)

