

Company number: 10429559

OVERTURE MIDCO II LIMITED
(the “Company”)

Statement of Compliance under Section 644 of the Companies Act 2006 (the “Act”) made on 31 October 2023

We, the undersigned, being all of the directors of the Company as at the date of this statement, make the following statement under section 644 of the Act.

As set out in the written resolution circulated to the Company’s sole shareholder on 31 October 2023, the Company proposes to reduce its share capital in accordance with the solvency statement procedure in pursuant to section 642 of the Act. The written resolution approving the reduction of capital was passed by the Company’s sole shareholder on 31 October 2023 (the “**Resolution**”). The directors signed the solvency statement on 31 October 2023 (the “**Solvency Statement**”).

We hereby confirm that:

1. the Solvency Statement was made no more than 15 days before the date on which the resolution was passed; and
2. a copy of the Solvency Statement was provided to the shareholder in accordance with section 642(2) of the Act.

Laurent Couston

.....
Laurent Couston
Director

Christopher Gauglitz

.....
Christopher Gauglitz
Director

Jonathan Jeffery

.....
Jonathan Jeffery
Director