

Sample Limited
The Corran The Corran
Batchworth Hill
Rickmansworth
Hertfordshire
WD3 1JP
United Kingdom

Date TBC

To: The Investor(s), as defined below

Dear Sirs,

Proposed investment in Sample Limited (Company)

We refer to the subscription and shareholders' agreement (**Agreement**) to be entered into on or around today's date in connection with a proposed investment in the Company by the Investor(s) (as defined in the Agreement).

This letter is the Disclosure Letter referred to in the Agreement and formally discloses to you (on the terms of the Agreement) information, facts and circumstances which are or may be inconsistent with the Warranties.

Terms which are defined in the Agreement will have the same meanings in this letter, unless the context otherwise requires.

No disclosure will imply any representation, warranty or undertaking, or have the effect of extending or amending the scope of any of the Warranties or any term of the Agreement.

If any conflict arises between the contents of this letter and the contents of the Agreement, the contents of the Agreement will prevail.

By way of general disclosure, the following matters are disclosed or deemed disclosed to the Investor(s):

- 1. The contents of the Agreement and all transactions referred to in it.
- 2. The contents of the articles of association of each Group Company, to the extent made available to the Investor(s) (including, without limitation, via general disclosure 3 below).
- 3. All matters which would be revealed by an online search of the public file of each Group Company at Companies House on the date falling two Business Days before the date of this letter, limited to entries listed within the period of 24 months before such date.
- 4. The contents of the minute books and other statutory books of each Group Company, to the extent made available to the Investor(s).
- 5. All matters fairly disclosed to the Investor(s) in the documents contained in the Company's "Data Room" within the FounderCatalyst portal, including (without

limitation) within the folder described as "Disclosed items" but excluding any items in the folder described as the "Undisclosed items" (**Disclosure Bundle**). If any conflict arises between the contents of any document in the Disclosure Bundle and the information contained in the specific disclosures made below, the information contained in such specific disclosures will prevail unless otherwise expressly provided.

The following specific disclosures are made in relation to the Warranties. A disclosure made by reference to a specific Warranty will also be deemed to be made in respect of any other Warranty to which it may reasonably relate.

Warranty number

Specific disclosure

Please acknowledge receipt of this Disclosure Letter by signing, dating and returning the enclosed copy of this letter.

Yours faithfully,



Signed by Jane Doe



Signed by John Doe



Signed by Sam Simpson For and on behalf of Sample Limited



Signed by Sam Simpson