

16 February 2022

To: The Directors  
Summerway Capital Plc  
32-33 Cowcross Street, London,  
EC1M 6DF

Dear Sirs,

**Summerway Capital PLC (the “Company”)**

I refer to the draft notice convening a general meeting of the Company in March 2022 (the “**General Meeting**”) contained in the draft admission document relating to the Company (“**Admission Document**”) which is proposed to be published on or around 23 February 2022, a proof of which is attached.

I hereby warrant, represent and irrevocably and unconditionally undertake to the Company as follows:

1. (a) I am the beneficial and, subject to paragraph 7(a), the registered holder of 200,000 ordinary shares of £0.01 each in the capital of the Company (the “**Shares**”). All of the Shares are fully paid up or credited as fully paid up, and I will remain the beneficial holder of the Shares until such time as the vote upon each of the resolutions tabled at the General Meeting or any adjournment thereof (the “**Resolutions**”) has been taken or the proposal to put the Resolutions has been abandoned;
- (b) the Shares are free from all charges, liens and other encumbrances, equity or other third party rights of any nature whatsoever; and
- (c) I am entitled to cast the votes attaching to the Shares and will remain entitled to cast such votes until such time as the vote upon each of the Resolutions has been taken or the proposal to put the Resolutions has been abandoned.
2. In respect of the Resolutions, I will vote in person or by proxy, or will otherwise procure that the votes attaching to my Shares are cast, in favour of the proposed Resolutions, provided that the Resolutions are substantially in the form set out in the notice attached to the Admission Document.
3. Until such time as the vote upon each of the Resolutions has been taken or the proposal to put the Resolutions has been abandoned, I will not sell, transfer, charge, encumber, pledge or grant any option over or otherwise dispose (directly or indirectly whether beneficially, legally or otherwise) of any of the Shares or any interest in any of the Shares or permit any of the foregoing, nor enter into any agreement or arrangement (whether conditional or not) to do any of the foregoing, nor accept (or permit to be accepted) any offer in respect of all or any of the Shares. I will not convene any meeting of the members of the Company in my capacity as a shareholder, nor exercise or permit the exercise of the voting rights attaching to the Shares that I hold at the date of the General Meeting in any manner which would or might frustrate the passing of the Resolutions.
4. I have and will have at all relevant times the requisite power and authority to give this undertaking and to perform my obligations hereunder and such action does not and will not require any consent or approval which has not already been given, will not result in any breach or default of any agreement, undertaking, order, judgement or decree to which I am a party or by which I may be bound and will not result in any breach or default under the law of any country.

