

J.P.Morgan CAZENOVE

The Board of Directors
Network International Holdings Plc
Suite 1, 7th floor,
50 Broadway,
London SW1H 0BL,
England

12 July 2023

Dear Sirs/Madams,

Publication of Scheme Document in connection with the recommended cash acquisition of Network International Holdings plc (“Network”) by BCP VI Neptune Bidco Holdings Limited (“Bidco”)

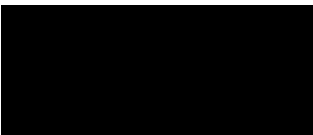
We refer to the circular to be published by Network on 12 July 2023 in connection with the recommended cash acquisition of Network by Bidco, an entity indirectly owned by Brookfield Business Partners together with private equity funds managed and/or advised by affiliates of Brookfield Asset Management Ltd, a copy of the first page of which is attached hereto for the purposes of identification (the “**Scheme Document**”) and the announcement of the publication of the Scheme Document to be released shortly after the Scheme Document is published (the “**Announcement**”).

The Scheme Document and the Announcement include certain references to J.P. Morgan Securities plc (which conducts its UK investment banking business as J.P. Morgan Cazenove).

We hereby confirm that we have given and have not withdrawn our consent to the publication of the Scheme Document and the Announcement with the inclusion of the references to our name in the form and context in which they are included.

This letter is for your information only and should not be relied upon by any other person.

Yours faithfully,



For and on behalf of

J.P. Morgan Securities plc

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. PART II (EXPLANATORY STATEMENT) OF THIS DOCUMENT COMPRISES AN EXPLANATORY STATEMENT IN COMPLIANCE WITH SECTION 897 OF THE COMPANIES ACT. THIS DOCUMENT CONTAINS A PROPOSAL WHICH, IF IMPLEMENTED, WILL RESULT IN THE CANCELLATION OF THE LISTING OF NETWORK SHARES ON THE OFFICIAL LIST AND OF TRADING OF NETWORK SHARES ON THE LONDON STOCK EXCHANGE'S MAIN MARKET FOR LISTED SECURITIES.

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Recommended cash acquisition of
NETWORK INTERNATIONAL HOLDINGS PLC
by
BCP VI NEPTUNE BIDCO HOLDINGS LIMITED
an entity indirectly owned by Brookfield Business Partners together with private equity funds
managed and/or advised by affiliates of Brookfield Asset Management Ltd
to be effected by means of a Scheme of Arrangement
under Part 26 of the Companies Act 2006

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