

Execution version

Date: 29 December 2023

To: Neptune Project Holding 3 Limited

For the attention of: The directors

Copy: Each other Agent and the Financiers

Dear Addressees

Project Neptune – Common Terms Agreement – Conditions Precedent to Initial Utilisation

1. We refer to an English law governed common terms agreement dated on or about the date of this letter between, among others, Neptune Project Holding 3 Limited as original borrower and original guarantor, the Original Financiers listed therein, Abu Dhabi Commercial Bank PJSC as the Conventional Facility Agent, Dubai Islamic Bank PJSC as the Murabaha Investment Agent and Abu Dhabi Commercial Bank PJSC as the Security Agent (the “**Common Terms Agreement**”). Terms defined in the Common Terms Agreement have the same meaning when used in this letter unless a contrary indication appears herein.
2. We write to you in our capacity as Conventional Facility Agent and Murabaha Investment Agent (as applicable) under the Common Terms Agreement.
3. We are pleased to confirm that, in respect of the documents and other evidence set out in Part I of Schedule 2 (*Conditions Precedent*) to the Common Terms Agreement other than those set out in paragraphs 5 (*Funds Flow Statement*) and 6 (*Fees*) (the “**CP Schedule**”), we have received all of the documents and other evidence set out in the CP Schedule in form and substance satisfactory to us in our capacity as Conventional Facility Agent and Murabaha Investment Agent (acting on the instructions of the Majority Financiers or, as the case may be, the Majority Arrangers). Therefore, we confirm that all of the conditions precedent listed in the CP Schedule have been unconditionally and irrevocably fully and finally satisfied.
4. This letter is addressed to you for your benefit under the Common Terms Agreement.
5. This letter may be executed in any number of counterparts and this has the same effect as if the signatures on the counterparts were on a single copy of this letter.
6. A person who is not party to this letter has no right under the Contracts (Rights of Third Parties) Act 1999 to enforce any of its terms.
7. This letter and any non-contractual obligations arising out of or in connection with it are governed by English law and the parties submit to the exclusive jurisdiction of the English courts.

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Yours sincerely,

Abu Dhabi Commercial Bank PJSC

as Conventional Facility Agent under the Common Terms Agreement



Name:

Ashish Sharma
Head - Corporate & Investment Banking - DNE

Title:

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Yours sincerely,

Dubai Islamic Bank PJSC

Agent under the Common Terms Agreement



Name: Muhammad Arif Sultan
Title: Authorised Signatory



Name: Abdul Sattar Qureshi
Title: Authorised Signatory