

**CINDRIGO HOLDINGS LIMITED (THE “COMPANY”)
OPEN OFFER**

**SUBSCRIPTION AGREEMENT
MADE [] OCTOBER 2024
BETWEEN
THE SUBSCRIBER (1) AND THE COMPANY (2)**

3rd October 2024

NOT FOR DISTRIBUTION IN WHOLE OR PART, IN, INTO, OR FROM ANY JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OF THAT JURISDICTION AND NO OFFER IS MADE TO OR DIRECTED AT OR IS CAPABLE OF ACCEPTANCE BY ANY PERSON IN SUCH A JURISDICTION

UNDER THIS OFFER IF YOU ARE AN EXISTING SHAREHOLDER OF THE COMPANY YOU ARE ENTITLED TO SUBSCRIBE FOR **ONE NEW SHARE FOR EVERY SHARE CURRENTLY HELD BY YOU** AT A PRICE OF **SIX GBP PENCE PER SHARE (£0.06 GBP)**, PROVIDED THAT THE COMPANY RECEIVE THIS SUBSCRIPTION AGREEMENT CORRECTLY COMPLETED AND DULY SIGNED AND THE PAYMENT OF THE SUBSCRIPTION PRICE BY 5.00PM **ON 24th OCTOBER 2024 (CLOSING TIME)**.

IF YOU WISH TO SUBSCRIBE FOR YOUR ENTITLEMENT TO NEW SHARES, PLEASE COMPLETE IN THIS FORM STATING THE TOTAL NUMBER OF SHARES YOU WANT TO SUBSCRIBE FOR (**THE SUBSCRIPTION SHARES**) AND TRANSFER THE SUBSCRIPTION AMOUNT TO THE BANK ACCOUNT OF THE COMPANY AS SET OUT BELOW. THE SUBSCRIPTION PRICE IS THE NUMBER OF SHARES YOU REQUEST MULTIPLIED BY £0.06. YOU WILL BE ENTITLED TO RECEIVE AT LEAST ONE NEW SHARE IN RESPECT OF EACH SHARE YOU CURRENTLY HOLD (“BASIC ENTITLEMENT”). YOU ARE ALSO ENTITLED TO REQUEST ADDITIONAL SHARES AS SET OUT BELOW.

It is likely that the Offer will not be taken up by all Existing Shareholders and as a result it is likely that there will be Additional Shares available for subscription, for which you are free to subscribe in addition to your Basic Entitlement if you wish to subscribe for Additional Shares you should include such Additional Shares in your total number of Subscription Shares set out below

The Company will not know how many Additional Shares are available for subscription until after the Closing Time. If the subscription for Additional Shares is oversubscribed, the Company will scale down all applications for Additional Shares on a pro rate basis and each Subscriber confirms that their subscription will apply to such scaled down number of Additional Shares.

If a scale down of subscription of Additional shares is made, the Company will notify each Shareholder who has applied for Additional Shares of the number of shares being scaled down and repay such amount within 10 Business Days after the Closing Time.

Each Subscriber acknowledges that if this signed Subscription Agreement correctly completed and the correct Subscription Price are not received by the Company by the Closing Time their subscription may be rejected and if the Subscription Price has been or is subsequently received it will be returned to the Subscribers bank account as notified to the Company from time to time less an administrative fee of £10.00.

SUBSCRIPTION

We **or** I, the "Subscriber" of the address set out below apply for the allotment and issue to us **or** me of _____ [add the total number of shares you wish to subscribe for] New Shares in the capital of the Company (the "Subscription Shares") for cash at a price of £0.06 (six pence GBP) per Subscription Share subject to the Company's Articles of Association and the terms of this document.

We **or** I undertake to the Company to pay the Subscription Amount of GBP _____ [add the Subscription Price being the number of the Relevant Shares multiplied by £0.06] to the bank account of the Company set out below [Mark your Payment with name of the Subscriber] so that the Subscription Price is received into the Bank Account by the Closing Time.

.....
[signature of or on behalf of the Subscriber]

.....
[Date]

.....
[print name of the Subscriber]

.....
[print name of Signatory /Director if appropriate]

.....
Organisation or ID number (if appropriate)

.....
[print e-mail address]

.....
[print phone number]

.....
[print address]

Company Bank Account

[Mark your payment with name of the Subscriber]

Cindrigo Limited
Metro Bank Plc
1 Southampton Row, London WC1B 5HA
IBAN: GB85MYMB23058023030764
BIC: MYMBGB2L

PLEASE ENSURE, THAT IF YOU WISH TO SUBSCRIBE FOR SHARES, THIS DOCUMENT IS RETURNED TO THE COMPANY EITHER BY

- **EMAIL TO 2024@cindrigo.com OR BY**
- **FIRST CLASS POST TO MARK TAYLOR, SECRETARY CINDRIGO HOLDING LIMITED, 104 Napier Court, Ranelagh Gardens London SW6 3XA**