

Foresight Group Holdings Limited  
The Shard, 32 London Bridge Street,  
London, United Kingdom,  
SE1 9SG

27 June 2025

Dear Sir/Madam,

## Rule 9 Waiver Circular

Jefferies International Limited (“**we**”) refer to the circular (the “**Circular**”) to be published by Foresight Group Holdings Limited on or around 1 July 2025 in connection with the approval by the shareholders of a waiver of the requirements under Rule 9 of the City Code on Takeovers and Mergers granted by the Panel on Takeovers and Mergers.

We hereby consent to the publication of the Circular with the inclusion therein of the references to our name in the form and context in which they appear in the Circular.

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

Yours faithfully,



.....  
Paul Bundred  
Authorised signatory  
For and on behalf of Jefferies International Limited