

**Private & Confidential**

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London EC2Y 9LY

Peel Hunt LLP  
100 Liverpool Street  
London EC2M 2AT

8 June 2023

Dear Sir or Madam

**CAB Payments Holdings Limited (the “Company”), together with its subsidiary undertakings, the “Group”**

**Consent – Registration Document**

We refer to our engagement letter dated 6 June 2023 (the “Engagement Letter”) in connection with the admission to listing of the ordinary shares of the Company on the premium listing segment of the Official List of the Financial Conduct Authority (the “FCA”) and to trading on the main market of London Stock Exchange plc (the “Transaction”) and the associated registration document of the Company dated 8 June 2023 (the “Registration Document”).

We hereby give our consent to the inclusion in the Registration Document of the following:

- a) our Accountants’ Report in Respect of Consolidated Historical Financial Information (set out in Part A of Historical Financial Information of the Registration Document);
- b) our Accountant’s Review Report in Respect of Interim Financial Information (set out in Part C of Historical Financial Information of the Registration Document); and
- c) the inclusion of our name in the Registration Document.



We hereby give our consent in respect of (a) and (b) that such reports may be put on public display in accordance with Annex 1 item 21.1 of the UK version of Commission Delegated Regulation (EU) 2019/980 supplementing Regulation (EU) 2017/1129 of the European Parliament and of the Council, as they form part of the retained European Union Law in the United Kingdom as defined in the European Union (Withdrawal) Act 2018 (the "Prospectus Regulation").

Our consent is required by Annex 1 item 1.3 of the Prospectus Regulation and is given solely for the purpose of complying with that provision and for no other purpose.

Our consent to the inclusion of the above items is based on the form and context in which they are included in the Registration Document, a copy of which we have signed for identification and which is attached to this letter. We also hereby authorise the contents of the reports referred to above, which are included in the Registration Document for the purposes of Listing Rule 6.2.4R issued by the FCA.

Because others may use it for different purposes this letter should not be quoted, referred to or shown to any other parties (except your professional advisers acting in that capacity in connection with the Transaction provided that they accept that we assume no responsibility or liability whatsoever to them in respect of the content and in any record of documents or contract relating to the Transaction and except as provided in the Engagement Letter) without our prior consent in writing or otherwise as required by laws or regulations applicable to you or the order of any court or governmental authority.

To the extent permitted by law, Mazars LLP assumes no responsibility whatsoever in respect of or arising out of or in connection with the contents of this letter to parties other than yourselves. If other parties choose to rely in any way on the contents of this letter they do so entirely at their own risk.

This letter shall be governed by and construed in accordance with the laws of England and Wales and in the event of a dispute the English courts shall have exclusive jurisdiction.

Yours faithfully

A handwritten signature in black ink that reads "Mazars W". The signature is written in a cursive, flowing style.

**Mazars LLP**