

The Board of Directors
Mattioli Woods plc
1 New Walk Place
Leicester
LE1 6RU

For the attention of the Board of Directors

28 March 2024

Dear Sirs,

Recommended cash acquisition of the Company by Tiger Bidco Limited ("Bidco"), a wholly-owned subsidiary of investment vehicles advised and managed by Pollen Street Capital Limited (the "Acquisition")

We refer to: (i) the scheme document to be sent to the Company's shareholders containing, amongst other things, details of the proposed scheme of arrangement with Bidco under Part 26 of the Companies Act 2006 in relation to the Transaction (the "Scheme Document") dated 28 March 2024; and (ii) the announcement of publication of the Scheme Document to be released by the Company on 28 March 2024 (the "Publication Announcement").

The Scheme Document and the Publication Announcement each contain references to our name.

In accordance with Rule 23.2 of the City Code on Takeovers and Mergers, we hereby confirm that we have given and not withdrawn our consent to the inclusion in the Scheme Document and the Publication Announcement of the references to our name contained therein in the form and context in which they appear.

Yours faithfully,

