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The Directors
Bytes Technology Group plc
Bytes House,
Randalls Way,
Leatherhead,
Surrey, KT22 7TW

1 December 2020

Dear Sirs

Bytes Technology Group plc (the “Company”)

We report on the historical financial information of the Company set out in section B of Part 12 (the “Historical Financial Information”) as at 7 October 2020. This historical financial information has been prepared for inclusion in the prospectus dated 1 December 2020 (the “Prospectus”) of the Company on the basis of the accounting policies set out in note 2 of the Historical Financial Information.

This report is required by item 18.3.1 of Annex 1 to the Commission Delegated Regulation (EU) 2019/980 and is given for the purpose of complying with that item and for no other purpose.

Save for any responsibility arising under Prospectus Regulation Rule 5.3.2R (2)(f) to any person as and to the extent there provided, to the fullest extent permitted by law we do not assume any responsibility and will not accept any liability to any other person for any loss suffered by any such other person as a result of, arising out of, or in connection with this report or our statement, required by and given solely for the purposes of complying with item 1.3 of Annex 1 to Commission Delegated Regulation (EU) 2019/980, consenting to its inclusion in the Prospectus.

Responsibilities

The Directors of the Company are responsible for preparing the financial information table in accordance with Financial Reporting Standard 101 ‘Reduced Disclosure Framework’.

It is our responsibility to form an opinion on the financial information and to report our opinion to you.

Basis of opinion

We conducted our work in accordance with Standards for Investment Reporting issued by the Auditing Practices Board in the United Kingdom. Our work included an assessment of evidence relevant to the amounts and disclosures in the Historical Financial Information. It also included an assessment of significant estimates and judgments made by those responsible for the preparation of the Historical Financial Information and whether the accounting policies are appropriate to the entity’s circumstances, consistently applied and adequately disclosed.

We planned and performed our work so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial information is free from material misstatement whether caused by fraud or other irregularity or error.

Our work has not been carried out in accordance with auditing or other standards and practices generally accepted in other jurisdictions and accordingly should not be relied upon as if it had been carried out in accordance with those standards and practices.

Opinion

In our opinion, the financial information gives, for the purposes of the Prospectus dated 1 December 2020, a true and fair view of the state of affairs of the Company as at the dates stated in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework'.

Declaration

For the purposes of Prospectus Regulation Rule 5.3.2R (2)(f) we are responsible for this report as part of the Prospectus and declare that, to the best of our knowledge, the information contained in this report is in accordance with the facts and that the report contains no omission likely to affect its import. This declaration is included in the Prospectus in compliance with item 1.2 of Annex 1 to Commission Delegated Regulation (EU) 2019/980 supplementing Regulation (EU) 2017/1129.

Yours faithfully

Ernst & Young LLP

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FINANCIAL INFORMATION OF THE COMPANY

Bytes Technology Group plc (CRN: 12935776)

Balance Sheet (£)

As at 7 October 2020

Assets

Non-current assets 0

Current assets

Cash and cash equivalents 0.02

Total assets 0.02

Non-current liabilities 0

Current liabilities 0

Total net assets 0.02

Equity

Issued share capital 0.02

Total equity 0.02

Notes to the financial information

1. Corporate information

Bytes Technology Group plc (formerly Bytes Technology Holdings plc) (the "Company") was incorporated on 7 October 2020 as a public limited company under the laws of England and Wales with a share capital of £0.02. On 14 October 2020 the shareholding was transferred to Neil Murphy and Keith Richardson.

The registered office of the Company is Bytes House, Randalls Way, Leatherhead, KT22 7TW and the company number of the Company is 12935776.

2. Basis of preparation

The balance sheet of the Company has been prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and in accordance with applicable accounting standards. The balance sheet has been prepared on a historical cost basis and is presented in Great British Pounds. The Company has no historical operations.

3. Going concern

At the balance sheet date, the Company has net assets and holds no liabilities. Accordingly, the Directors are satisfied that the going concern basis remains appropriate for the preparation of the balance sheet.

4. Subsequent events

Subsequent to the date of incorporation the Company allotted 50,000 preference shares and resolved to change the name of the Company from "Bytes Technology Holdings plc" to "Bytes Technology Group plc."