

NSSN Holders Irrevocable Instruction and Authorisation Letter

This Irrevocable Instruction and Authorisation Letter must be completed and executed by each NSSN Holder ONLY.

When executing this NSSN Holder Irrevocable Instruction and Authorisation Letter, Signing Instructions set out below must be complied with.

This NSSN Holder Irrevocable Instruction and Authorisation Letter (this “**Letter**”) dated _____ 2023

1. As part of a restructuring of the financial indebtedness of the Group, it is contemplated that NSSN Holders will enter into a Spanish law restructuring plan (the “**Spanish Restructuring Plan**”) on the terms set out in the Lock-Up Agreement dated [____] March 2023, as amended from time to time (the “**LUA**”). It is intended that the Spanish Restructuring Plan will be filed with the Spanish courts for Homologation.
2. Capitalised terms used in this Letter and not otherwise defined in this Letter shall have the meanings ascribed to them in the LUA.
3. In connection with the foregoing, we hereby irrevocably instruct and authorise the NSSN Trustee to represent us and exercise and carry out any or all of the following powers and actions (as broad and sufficient as may be required by law) on our behalf:
 - (a) Execute, sign, accept, amend, extend or ratify and raise to the status of public deed (*escritura pública* or *póliza*) the Spanish Restructuring Plan, as well as carry out any actions that may be required or may be considered appropriate for the purposes of the duly and valid formalisation and execution of the Spanish Restructuring Plan in such manner or form and in the terms that the NSSN Trustee may deem necessary and appropriate.
 - (b) Carry out any actions and grant, execute and deliver any public and/or private documents, send and receive notifications and /or any documents as may be necessary or appropriate for the full effectiveness of the transactions contemplated under the Spanish Restructuring Plan (and, including without limitation, for the purposes of the Homologation, and, in particular, the Homologation Documentation).
 - (c) Execute any public documents (and appearing before a Spanish notary public for such purposes) and private documents required by or in relation with the exercise of the powers granted herein, including, if necessary, public deeds and/or private documents of notarisation, clarification, correction, cancellation or extension, and to request the issuance of second and subsequent copies of any public and/or private documents, including, without limitation, notarial copies (either *copia simple* or *copia autorizada*, with enforcement effects or not), of the Spanish Restructuring Plan, as well as any amendments and documents related thereto.
4. The aforementioned instructions and authorisation are conferred notwithstanding the NSSN Trustee falling within the scope of any type or form of self-employment, self-dealing, conflict of interest or multiple representation.
5. These instructions and authorisations shall not be revocable except in the case of termination of the Lock-Up Agreement for any reason other than the occurrence of the Transaction

Effective Date. The revocation of these instructions and authorisation to the NSSN Trustee shall only take effect upon written notification to the NSSN Trustee of such termination.

6. We enclose or will as soon as reasonably practicable following the date of this Letter deliver to you a copy of our Proof of Holdings and represent that there has been or, when delivered, there will have been (as applicable) no change to the amount of Locked-Up NSSN Debt indicated in that proof of holdings since the date of its issuance.
7. By signing this Letter, we hereby represent that we have complied with all formalities applicable to us (whether under our constitutional documents, applicable law, or otherwise) in relation to the execution of this Letter.
8. This Letter shall be governed by and construed in accordance with the laws of New York.

[For and on behalf of]¹/ [By]²

.....

NSSN Holder

.....]

[signature]

Title:

¹ Delete if signatory is not an institution.

² Delete if signatory is not an individual.

NSSN Holders Irrevocable Instruction and Authorisation Letter Signing Instructions

- Please return your executed signature pages to the Information Agent.
- In case an executing party is not of the type a form of signature block is provided for, the signature block can be amended to reflect any formalities required for the executing party to validly execute the Irrevocable Instruction and Authorisation Letter. If you are unsure, please contact the Information Agent prior to execution.
- By returning your executed signature pages to the Information Agent, you confirm that the person(s) executing the relevant documents have all requisite authorisations to execute the signature pages on behalf of the party signing the documents and to bind it to the terms of the documents to which the execution pages relate.