The Directors
Exact Software (UK) Limited
Wework Brook Green 184
Shepherds Bush Road
Hammersmith
London W6 7NL

Date: December 9, 2020

Dear Sirs,

Agreement of the sole member of Exact Software (UK) Limited, registered with company number 02752425 (the "Company"), to audit exemption under section 479A of the Companies Act 2006 (the "Act").

We, being the sole member of the Company, agree for the purposes of section 479A(2)(a) of the Act, to the Company adopting exemption from audit under section 479A of the Act for the financial year ending 31 December 2019.

Signed by Paul Ramakers for and on behalf of Exact International

Development B.V.

Date: 10 DECEMBER 2020

WEDNESDAY

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