

To The Directors
Priory Education Services Limited
80 Hammersmith Road
London
W14 8UD

31 May 2018

Dear Sirs,

Agreement of the sole member of Priory Education Services Limited (registered with company number 06244880) (the "Company") to the audit exemption under section 479A of the Companies Act 2006

We, being the sole member of the Company agree, for the purposes of section 479A(2)(a) of the Companies Act 2006, to the Company adopting the exemption from audit under section 479A of the Companies Act 2006 for the financial year ending 31 December 2017.

Signed by:.....
For and on behalf of Priory Holdings Company No 3 Limited
31 May 2018

