

The Directors  
EDU UK Management Services Limited  
The Grove, 1st Floor  
248A Marylebone Road  
London NW1 6JZ  
United Kingdom

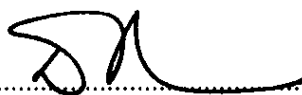
23 May 2019

Dear Sirs,

**Agreement of the member of EDU UK Management Services Limited (registered with company number 07285370) 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 2018.

Signed by Emma Lancaster  
for and on behalf of EDU UK Topco  
Limited  
Date

  
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23 May 2019

