

The Directors  
**Civitas SPV149 Limited**  
Beaufort House  
51 New North Road  
Exeter, EX4 4EP

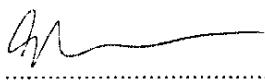
23 July 2020

Dear Sirs,

**Agreement of the member of Civitas SPV149 Limited (registered with company number 11462691) (the Company) to the audit exemption under section 479A of the Companies Act 2006**

We, being the sole member of the Company, unanimously 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 March 2020.

Signed by **Subbash Thammanna** for  
and on behalf of **Civitas Social  
Housing Finance Company 4  
Limited**

  
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Date

23 July 2020

