

The Directors
Engage EV Limited
One America Square
London
EC3N 2LS

16 February 2024

Dear Sirs,

**Agreement of the member of Engage EV Limited (company number: 12329783)
(the "Company") to the audit exemption under section 479A of the Companies
Act 2006**

We, being the shareholders 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 May 2023.

Signed by Martin Johnson for and
on behalf of Smartworks Metering
Limited

Date 16 February 2024

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COMPANIES HOUSE