

**Jefferies International Limited**

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**STRICTLY PRIVATE AND CONFIDENTIAL**

09 November 2020

Codemasters Group Holdings PLC  
Codemasters Campus  
Stoneythorpe  
Southam Warwickshire  
CV47 2DL

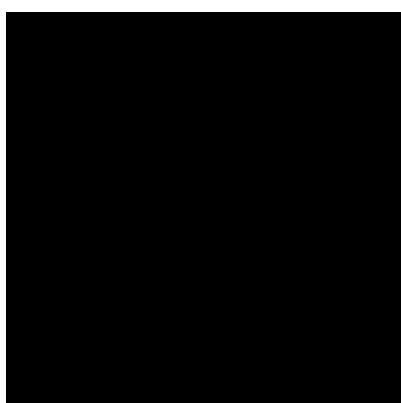
Dear Sirs,

**Recommended Offer for Codemasters Group Holdings PLC (“Codemasters”) by Take-Two Interactive Software, Inc (“Take-Two”).**

We write to you regarding the announcement to be published by the Company and Take-Two on or around 10 November 2020 pursuant to Rule 2.7 of the City Code on Takeovers and Mergers (the "**2.7 Announcement**"), in connection with the proposed acquisition of the Company by Take-Two.

Jefferies International Limited ("**Jefferies**") hereby gives its consent to the issue of the 2.7 Announcement with the inclusion of its name and references thereto, in the form and context in which they appear.

Yours faithfully,



Jefferies International Limited