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**STRICTLY PRIVATE AND CONFIDENTIAL**

29 November 2020

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

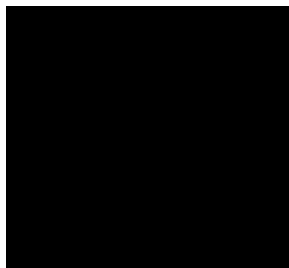
Dear Sirs,

**Publication of the Scheme Document for the Recommended Acquisition of Codemasters Group Holdings PLC (“Codemasters”) by Take-Two Interactive Software, Inc (“Take-Two”).**

We write to you regarding the Scheme Document to be published by the Company and Take-Two on or around 30 November 2020, 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 Scheme Document with the inclusion of its name and Report on the Company's Profit Forecast, plus references thereto, in the form and context in which they appear.

Yours faithfully,

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Jefferies International Limited