



The Directors  
Northgate plc  
Northgate Centre  
Lingfield Way  
Darlington  
DL1 4PZ

Goldman Sachs International  
25 Shoe Lane  
London  
EC4A 4AU

Barclays Bank Plc, acting through its Investment Bank  
One Churchill Place  
London  
United Kingdom  
E14 5HP

29 November 2019

Dear Ladies and Gentlemen

**Northgate plc (the “Company”)**

We hereby consent to the inclusion in the 2.7 Announcement issued by the Company in connection with the merger of Company and Redde plc, dated 29 November 2019 and published by the Company, of our report concerning the quantified financial benefits statements in the form and context in which it is included.

Our consent is required by Rule 23.2(b) of the City Code on Takeovers and Mergers issued by the Panel on Takeovers and Mergers and is given for the purpose of complying with that Rule and for no other purpose.

Yours faithfully

A handwritten signature in blue ink that reads 'PricewaterhouseCoopers LLP'. The signature is written in a cursive, slightly slanted style.

PricewaterhouseCoopers LLP  
Chartered Accountants

*PricewaterhouseCoopers LLP, 1 Embankment Place, London WC2N 6RH  
T: +44 (0) 20 7583 5000, F: +44 (0) 20 7212 4652, www.pwc.co.uk*

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