

Jefferies

Jefferies International Limited

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17 March 2016

**The Directors
Countrywide plc
County House
100 New London Road
Chelmsford
CM2 0RG
United Kingdom**

Dear Sirs

We refer to the Notice of Annual General Meeting and Explanatory Circular to Shareholders ("Circular") dated 17 March 2016 issued by Countrywide plc. We hereby consent to the issue of the Circular with the use of our name in the form and context in which it appears.

Yours faithfully,



Jonathan Wilcox
Managing Director

For and on behalf of

JEFFERIES INTERNATIONAL LIMITED