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The Directors
Humber Bidco Limited (the **Company**)
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9 May 2019

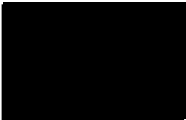
Dear Sirs

Recommended cash offer by the Company for the entire issued and to be issued ordinary share capital of KCOM Group plc (KCOM)

We refer to the document to be sent to shareholders of KCOM proposed to be published on or around 9 May 2019 in relation to the recommended cash offer of 97 pence per KCOM share (the **Scheme Document**). A copy of the near final draft of the Scheme Document is attached to this letter for reference.

We confirm that we have given and not withdrawn our consent to the publication of the Scheme Document with the inclusion of the references to our name in the form and context in which it appears.

Yours faithfully



James Dawson
Partner
For and on behalf of
Gleacher Shacklock LLP