

The Directors  
Abzena plc  
Babraham Research Campus  
Babraham  
Cambridge  
CB22 3AT

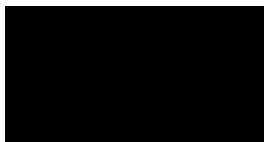
Dear Sirs,

**Recommended cash offer (the “Offer”) for Abzena plc (the “Company”) by Astro Bidco Limited (the “Offeror”), a company wholly-owned by WCAS XII-Astro, L.P.**

We refer to the announcement to be issued on or around 15/08/2018 pursuant to Rule 2.7 of the City Code on Takeovers and Mergers (the “**Announcement**”) containing details relating to the recommended cash offer for the acquisition by Astro Bidco Limited of the entire issued and to be issued share capital of Abzena plc.

We hereby give consent to the inclusion in the Announcement of our name and the references thereto in the form and context in which they appear.

Yours faithfully,



Aubrey Powell  
Director, Corporate Finance  
N+1 Singer