

**Solvency statement for the purposes of section 642
and section 643 of the Companies Act 2006**

Company No: 01050870

Name of Company : Unistrut Limited

Proposal for reduction of share capital and share premium account

Unistrut Limited (the "**Company**") is proposing to reduce its share capital from £1,320,001 divided into 1,320,001 issued and fully paid Ordinary shares of £1 00 each to £1.00 divided into 1 Ordinary share of £1.00 each, by cancelling and extinguishing 1,320,000 Ordinary shares of £1.00 each registered in the name of Unistrut Europe Limited, such reduction to be effected by way of capital reduction pursuant to section 641 of the Companies Act 2006

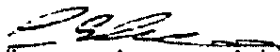
The Company is also proposing to reduce its share premium account by cancelling the sum of £28,787,832 owing to the share premium account. As a result of that reduction, the Company's share premium account will be £0 00, such reduction to be effected by way of capital reduction pursuant to section 641 of the Companies Act 2006

Directors' statement

We, Carl Edward Jones, James Adam Mallak, Paul Graham Merrick and John Patrick Williamson being all the Directors of the Company have formed the opinion for the purposes of section 642 of the Companies Act 2006 that:

- (a) as regards the Company's situation at the date of this Statement there is no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts, and
- (b) in forming the above opinions we have taken into account all of the Company's liabilities (including any contingent or prospective liabilities)

This Statement is made on November 10, 2016



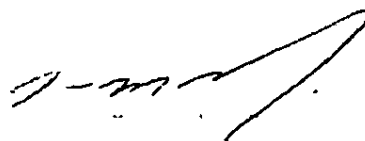
Carl Edward Jones

Dated November 10, 2016



Paul Graham Merrick

Dated November 10, 2016



James Adam Mallak

Dated November 10, 2016



John Patrick Williamson

Dated November 10, 2016

