

Company No: 1448139

LEGAL & GENERAL OVERSEAS HOLDINGS LIMITED

(THE "COMPANY")


**STATEMENT OF COMPLIANCE MADE IN ACCORDANCE WITH SECTION 644(5) OF THE
COMPANIES ACT 2006**

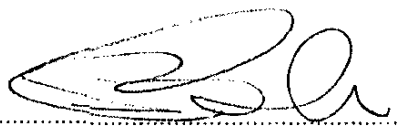
We, the undersigned, being together all of the Company's directors, confirm that the solvency statement made by us in accordance with sections 642 and 643 of the Companies Act 2006 on 28 February 2019 was:

- Made not more than 15 days before the date on which the resolution was passed; and
- Provided to the members of the Company in accordance with section 642(2).

This statement was made on 28 February 2019.

Signed by:


G. O'Neill


S. Burke

