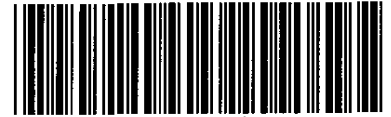


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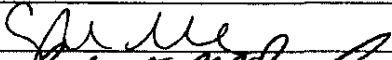
Statement to comply with Section 644(5) Companies Act 2006
made on 21 May 2018

MARTIN-BROWER UK LTD
Company No. 01601427
(the "Company")

We refer to the written resolution of the shareholders of the Company dated 21 May 2018 (a copy of which accompanies this statement) (the "**Written Resolution**") which approved the cancellation of the Company's share premium account of £85,189,800 (the "**Capital Reduction**").

Statement by the directors

We, Cynthia McCauley and Robert McGonigle being all the directors of the Company as at the date of this statement confirm that the statement of solvency made by each of us on 21 May 2018 in relation to the Capital Reduction (a copy of which accompanies this statement): (i) was made less than 15 days before the date on which the Written Resolution was passed; and (ii) was provided in accordance with section 642(2) of the Companies Act 2006 to the Company's shareholders at the same time as the proposed Written Resolution was sent to the shareholders.

Name of Director:	Signature:
Cynthia McCauley	
Robert McGonigle	