

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

DIRECTORS' STATEMENT IN RELATION TO
THE SOLVENCY STATEMENT OF THE DIRECTORS
OF

MERCER & HOLE GROUP LTD

COMPANY NO: 02070404

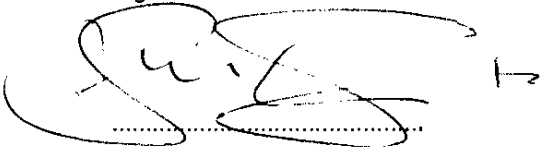
made on 29 September 2020

Statement of Compliance for the purposes of section 644(5) of the Companies Act 2006

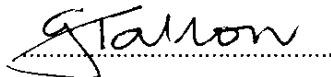
We, the directors named below (being all the directors of the Company as at the date of this statement), hereby confirm, for the purposes of section 644(5) of the Companies Act 2006 (the "Act") that:

- 1 the solvency statement of the directors of the Company dated 28 September 2020 (the "Solvency Statement"), a copy of which is attached to this statement at appendix 1, was made not more than 15 days before 28 September 2020, the date on which the special resolution relating to the reduction of the Company's share capital, a copy of which is attached to this statement at appendix 2, was passed; and
- 2 a copy of the Solvency Statement was provided to every eligible member of the Company in accordance with section 642(2) of the Act.

Signed:



STEVEN LESLIE SMITH



GILLIAN LESLEY TALLON

.....
LISA JOANNE SPEARMAN

29/09/20

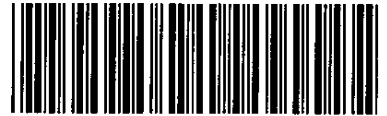
Date

29/09/20

Date

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Date

MONDAY



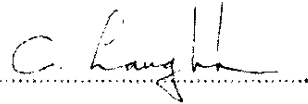
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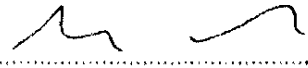
05/10/2020

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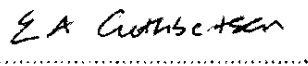
COMPANIES HOUSE



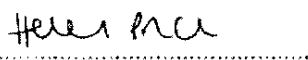
CHRISTOPHER LAUGHTON



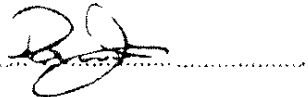
ANDREW JAMES CROOK



ELIZABETH ANNE CUTHBERTSON



HELEN CLAIRE BARBARA PRICE



DAVID ROBERT JONES



ALEXANDER JAMES BELL



MARK STEPHEN CASSIDY

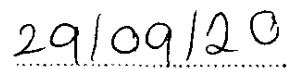
ANDREW DAVID LAWES

PAUL ALAN MABERLY

PHILIP FRANK FENN

ROSS MICHAEL LANE

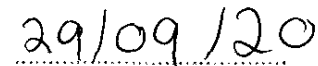
STEPHEN JOHN ROBINSON



Date



Date



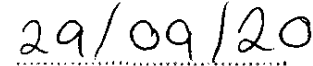
Date




Date



Date



Date



Date

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Date

Date

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CHRISTOPHER LAUGHTON	Date
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ANDREW JAMES CROOK	Date
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ELIZABETH ANNE CUTHBERTSON	Date
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HELEN CLAIRE BARBARA PRICE	Date
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DAVID ROBERT JONES	Date
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ALEXANDER JAMES BELL	Date
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MARK STEPHEN CASSIDY	Date
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ANDREW DAVID LAWES	Date
<i>P. A. Mabery</i>	<i>29/09/20</i>
PAUL ALAN MABERLY	Date
.....
PHILIP FRANK FENN	Date
<i>Ross Lane</i>	<i>29/09/20</i>
ROSS MICHAEL LANE	Date
.....
STEPHEN JOHN ROBINSON	Date

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

COMPANIES HOUSE

DIRECTORS' STATEMENT IN RELATION TO
THE SOLVENCY STATEMENT OF THE DIRECTORS
OF

MERCER & HOLE GROUP LTD

COMPANY NO: 02070404

made on 29 September 2020

Statement of Compliance for the purposes of section 644(5) of the Companies Act 2006

We, the directors named below (being all the directors of the Company as at the date of this statement), hereby confirm, for the purposes of section 644(5) of the Companies Act 2006 (the "Act") that:

- 1 the solvency statement of the directors of the Company dated 28 September 2020 (the "Solvency Statement"), a copy of which is attached to this statement at appendix 1, was made not more than 15 days before 28 September 2020, the date on which the special resolution relating to the reduction of the Company's share capital, a copy of which is attached to this statement at appendix 2, was passed; and
- 2 a copy of the Solvency Statement was provided to every eligible member of the Company in accordance with section 642(2) of the Act.

Signed:

STEVEN LESLIE SMITH

Date

GILLIAN LESLEY TALLON

Date



29/09/20

LISA JOANNE SPEARMAN

Date

CHRISTOPHER LAUGHTON

Date

ANDREW JAMES CROOK

Date

ELIZABETH ANNE CUTHBERTSON

Date

HELEN CLAIRE BARBARA PRICE

Date

DAVID ROBERT JONES

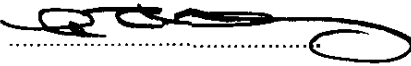
Date

ALEXANDER JAMES BELL

Date

MARK STEPHEN CASSIDY

Date



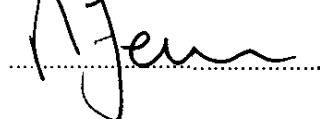
29/09/20

ANDREW DAVID LAWES

Date

PAUL ALAN MABERLY

Date



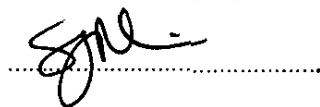
29/09/20

PHILIP FRANK FENN

Date

ROSS MICHAEL LANE

Date



29/09/20

STEPHEN JOHN ROBINSON

Date

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
SOLVENCY STATEMENT
OF
MERCER & HOLE GROUP LTD
COMPANY NO: 02070404

made on 28 September **2020**
for the purposes of section 642 of the Companies Act 2006

We, the directors named below (being all the directors of the Company as at the date of this statement), having taken account of all of the Company's liabilities (including any contingent or prospective liabilities), have formed the opinion that:

- 1 as regards the Company's situation as at the date of this statement, there is no ground on which the Company could be found unable to pay (or otherwise discharge) its debts; and
- 2 the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year following the date of this statement.

Signed:

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STEVEN LESLIE SMITH

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Date

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GILLIAN LESLEY TALLON

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Date



28/09/20
.....

LISA JOANNE SPEARMAN

Date

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CHRISTOPHER LAUGHTON

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Date

.....
ANDREW JAMES CROOK

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Date

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ELIZABETH ANNE CUTHBERTSON

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Date

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HELEN CLAIRE BARBARA PRICE

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Date

.....
DAVID ROBERT JONES

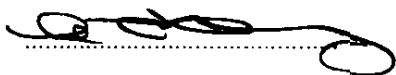
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ALEXANDER JAMES BELL

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Date

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MARK STEPHEN CASSIDY

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Date



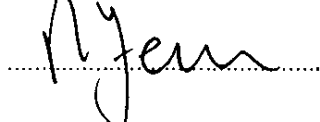
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28/09/20
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ANDREW DAVID LAWES

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Date

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PAUL ALAN MABERLY

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Date



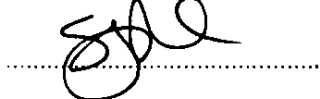
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28/09/20
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PHILIP FRANK FENN

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Date

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ROSS MICHAEL LANE

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Date



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28/09/20
.....

.....
STEPHEN JOHN ROBINSON

.....
Date

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
SOLVENCY STATEMENT
OF
MERCER & HOLE GROUP LTD

COMPANY NO: 02070404

made on 28 September 2020

for the purposes of section 642 of the Companies Act 2006

We, the directors named below (being all the directors of the Company as at the date of this statement), having taken account of all of the Company's liabilities (including any contingent or prospective liabilities), have formed the opinion that:

- 1 as regards the Company's situation as at the date of this statement, there is no ground on which the Company could be found unable to pay (or otherwise discharge) its debts; and
- 2 the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year following the date of this statement.

Signed:


STEVEN LESLIE SMITH

28/09/20
Date


GILLIAN LESLEY TALLON

28/09/20
Date

.....
LISA JOANNE SPEARMAN

.....
Date

.....
CHRISTOPHER LAUGHTON

.....
Date

ANDREW JAMES CROOK

Date

ELIZABETH ANNE CUTHBERTSON

Date

HELEN CLAIRE BARBARA PRICE

Date

DAVID ROBERT JONES

Date

ALEXANDER JAMES BELL

Date

MARK STEPHEN CASSIDY

Date

ANDREW DAVID LAWES

Date



PAUL ALAN MABERLY

28/09/20

Date

PHILIP FRANK FENN

Date



28/09/20

ROSS MICHAEL LANE

Date

STEPHEN JOHN ROBINSON

Date

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

SOLVENCY STATEMENT

OF

MERCER & HOLE GROUP LTD

COMPANY NO: 02070404

made on 28 September 2020

for the purposes of section 642 of the Companies Act 2006

We, the directors named below (being all the directors of the Company as at the date of this statement), having taken account of all of the Company's liabilities (including any contingent or prospective liabilities), have formed the opinion that:

- 1 as regards the Company's situation as at the date of this statement, there is no ground on which the Company could be found unable to pay (or otherwise discharge) its debts; and
- 2 the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year following the date of this statement.

Signed:

STEVEN LESLIE SMITH

Date

GILLIAN LESLEY TALLON

Date

LISA JOANNE SPEARMAN

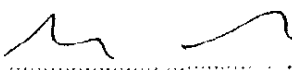
Date

C. Laughton

28/09/20

CHRISTOPHER LAUGHTON

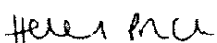
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ANDREW JAMES CROOK



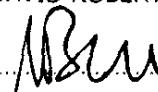
ELIZABETH ANNE CUTHBERTSON



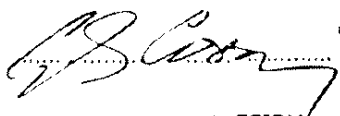
HELEN CLAIRE BARBARA PRICE



DAVID ROBERT JONES



ALEXANDER JAMES BELL



MARK STEPHEN CASSIDY


ANDREW DAVID LAWES

PAUL ALAN MABERLY

PHILIP FRANK FENN

ROSS MICHAEL LANE

STEPHEN JOHN ROBINSON



Date



Date



Date



Date



Date



Date

Date

Date

Date

Date

Date

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
OF
MERCER & HOLE GROUP LTD
COMPANY NO: 02070404



AT

COMPANIES HOUSE

CIRCULATION DATE 28 September 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("**the 2006 Act**"), the directors of the Company propose that the Resolution below is passed as a Special Resolution ("**the Resolution**").

We, the undersigned, being the members of the Company, who, at the date of this Resolution are entitled to attend and vote a General Meeting of the Company, HEREBY PASS the following Resolution as a Special Resolution and agree that the said Resolution shall, for all purposes be valid and effective as if the same had been passed by me at a General Meeting of the Company duly convened and held.

SPECIAL RESOLUTION

1. THAT the share premium account of the Company be cancelled and the amount of the share premium account so cancelled be credited to a reserve.

Circulation date: 28 September 2020

The Resolution will lapse if not passed before the end of the period of 15 days beginning with the circulation date.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Special Resolution.

We the undersigned, being the persons entitled to vote on the above Resolution on
28 September 2020, hereby irrevocably agree to the Special Resolution:

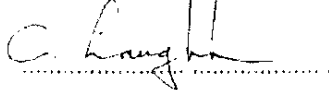
STEVEN LESLIE SMITH

Date

GILLIAN LESLEY TALLON

Date

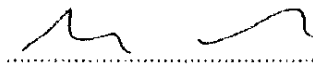
LISA JOANNE SPEARMAN



Date

28/09/20

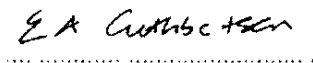
CHRISTOPHER LAUGHTON



Date

28/09/20

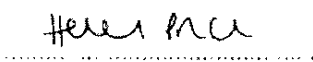
ANDREW JAMES CROOK



Date

28/09/20

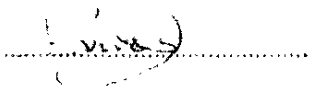
ELIZABETH ANNE CUTHBERTSON



Date

28/09/20

HELEN CLAIRE BARBARA PRICE



Date

28/09/20

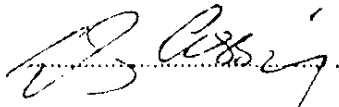
DAVID ROBERT JONES



Date

28/09/20

ALEXANDER JAMES BELL



Date

28/09/20

MARK STEPHEN CASSIDY

Date

ANDREW DAVID LAWES

Date

We the undersigned, being the persons entitled to vote on the above Resolution on
28 September 2020, hereby irrevocably agree to the Special Resolution:

.....
STEVEN LESLIE SMITH

.....
Date

.....
GILLIAN LESLEY TALLON

.....
Date

Lisa Spearman
.....

28/09/20
.....

LISA JOANNE SPEARMAN

Date

.....
CHRISTOPHER LAUGHTON

.....
Date

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ANDREW JAMES CROOK

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Date

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ELIZABETH ANNE CUTHBERTSON

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Date

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HELEN CLAIRE BARBARA PRICE

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Date

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DAVID ROBERT JONES

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Date

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ALEXANDER JAMES BELL

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Date

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MARK STEPHEN CASSIDY

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Date

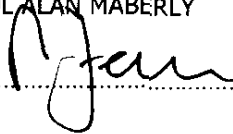
Andrew David Lawes
.....

28/09/20
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ANDREW DAVID LAWES

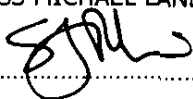
Date

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PAUL ALAN MABERLY



PHILIP FRANK FENN

.....
ROSS MICHAEL LANE



STEPHEN JOHN ROBINSON

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Date

28/09/20

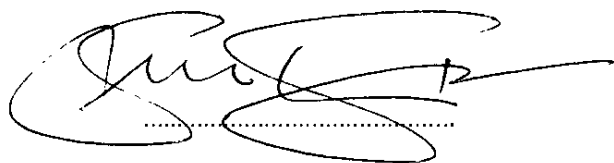
Date

.....
Date

28/09/20

Date

We the undersigned, being the persons entitled to vote on the above Resolution on
28 September 2020, hereby irrevocably agree to the Special Resolution:



STEVEN LESLIE SMITH

28/09/20

Date



GILLIAN LESLEY TALLON

28/09/20

Date

LISA JOANNE SPEARMAN

Date

CHRISTOPHER LAUGHTON

Date

ANDREW JAMES CROOK

Date

ELIZABETH ANNE CUTHBERTSON

Date

HELEN CLAIRE BARBARA PRICE

Date

DAVID ROBERT JONES

Date

ALEXANDER JAMES BELL

Date

MARK STEPHEN CASSIDY

Date

ANDREW DAVID LAWES

Date

P. A. Maberly

PAUL ALAN MABERLY

28/09/20

Date

PHILIP FRANK FENN

Ross Lane

Date

28/09/20

ROSS MICHAEL LANE

Date

STEPHEN JOHN ROBINSON

Date

NOTES

1. Please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- By Hand: delivering the signed copy to the Company at its registered office
- Post: returning the signed copy by post to the Company at its registered office

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless, by 28 days from the Circulation date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution please ensure that your agreement reaches us before or during this date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.