

BASEPOINT LIMITED

(the "Company")

STATEMENT

of

THE DIRECTORS

Statement of compliance made for the purposes of
section 644(5) of the Companies Act 2006 (the "Act")

We, the directors named below, being together all of the directors of the Company as at the date of this statement, each make this statement for the purposes of section 644(5) of the Act.

WHEREAS:


- A. On 9 August 2018, the Company passed a special resolution (the "**Resolution**"), proposed and passed as a written resolution under Chapter 2 of Part 13 of Act, to reduce its share capital by cancelling and extinguishing 11,960,800 of the Company's ordinary shares of £0.10 each (being in aggregate £1,196,080) and all of the Company's share premium account (being £6,534,360).
- B. The Resolution was supported by a solvency statement (the "**Solvency Statement**", a copy of which is attached hereto) made under section 643 of the Act for the purposes of section 642 of the Act.

With regard to the above, we hereby confirm that the Solvency Statement was:


- (a) made not more than 15 days before the date on which the Resolution was passed;
and
- (b) provided to member in accordance with section 642(2) of the Act.




Signed by:


Peter Gibson


Richard Morris


Neil McIntyre


Stephen Wetherall

Dated:

Date: 9 August 2018

Date: 9 August 2018

Date: 9 August 2018

Date: 9 August 2018