

IMC GROUP HOLDINGS LIMITED (THE "COMPANY")

COMPANY NUMBER: 02532140

STATEMENT OF COMPLIANCE UNDER SECTION 644(5) OF THE COMPANIES  
ACT 2006 ("CA 2006") MADE ON 30 MARCH  
2015

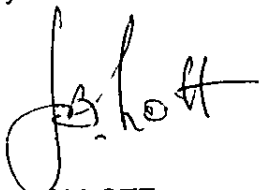
We, the directors named below (being all of the directors of the Company as at the date of this statement), make the following statement under section 644(5) of the CA 2006

As set out in the written resolution circulated to members on 30 MARCH 2015 the Company proposes to reduce its capital by means of the solvency statement procedure under section 642 of the CA 2006. The directors signed the solvency statement under section 643 of the CA 2006 ("Solvency Statement") on 30 MARCH 2015 and the resolution approving the reduction of capital ("Resolution") was passed as a written resolution on 30 MARCH 2015

We confirm that

- The Solvency Statement was made not more than 15 days before the date on which the Resolution was passed
- A copy of the Solvency Statement was provided to members in accordance with section 642(2) of the CA 2006, that is, it was sent or submitted to every eligible member at or before the time at which the proposed Resolution was sent or submitted to him

Signed by



JOHN BRIAN LOTT

Date 30 MARCH 2015



ANDREW RIBY

Date 30 MARCH 2015

MONDAY



\*S44978HT\*  
SPE 30/03/2015 #41  
COMPANIES HOUSE