

**MICROGEN ASSET MANAGEMENT SOLUTIONS LIMITED**  
(the "Company")

**STATEMENT OF COMPLIANCE**

We, the undersigned, being all the Directors of the Company make the following statement of compliance pursuant to section 644(5) of the Companies Act 2006 (the "Act") in relation to a solvency statement (the "Solvency Statement") made by us on 3 MARCH 2017 (a copy of which is attached).

As set out in the written resolution circulated to the sole member of the Company on 2017, the Company proposed to reduce its share capital by means of the solvency statement procedure under section 642 of the Act. The Directors signed the Solvency Statement under section 643 of the Act on 3 MARCH 2017 and the resolution approving the reduction of capital (the "Resolution") was passed as a written resolution on 3 MARCH 2017.

We confirm that:

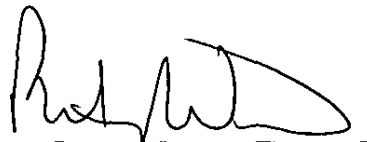
- the Solvency Statement referred to in section 643 of the Act was made not more than 15 days before the date on which the Resolution was passed; and
- a copy of the Solvency Statement was provided to the sole member of the Company in accordance with section 642(2) of the Act

Date 3 MARCH 2017

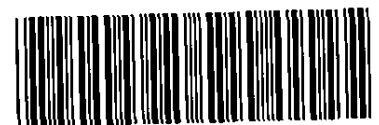
Signed



Simon Baines



Philip Wood



LD1 03/03/2017 #9  
COMPANIES HOUSE