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Company Name: **GROLIER CREDIT SERVICES (U.K.) LIMITED** (the "Company")

Company Number: **03461027**

**STATEMENT OF COMPLIANCE**

made under section 644(5) Companies Act 2006

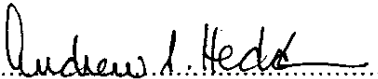
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**DATE OF THIS STATEMENT OF COMPLIANCE: 25 MAY 2018**

We, the directors of the Company named below (being all the directors of the Company as at the date of this statement), confirm that the solvency statement dated **25 MAY** 2018 (in the form attached to this statement of compliance):

- was made not more than 15 days before the date on which the written resolution circulated on **25 MAY** 2018 resolving on the reduction of the share capital of the Company was passed; and
- was provided to every eligible member of the Company at or before the time at which that resolution was sent or submitted to him in accordance with section 642(2) Companies Act 2006.

Signed by:

  
.....  
Andrew Hedden

  
.....  
Richard Robinson