

PRIMAGRAPHS (HOLDINGS) LIMITED
(the 'Company')

**STATEMENT OF COMPLIANCE UNDER SECTION 644(5) OF THE COMPANIES ACT
2006 (the 'ACT') MADE ON 31 OCTOBER 2017**

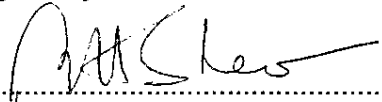
We, the directors named below (being all of the directors of the Company as at the date of this statement), make the following statement under section 644(5) of the Act.

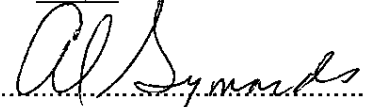
As set out in the written resolution circulated to members on 31 October 2017 (the '**Written Resolution**'), the Company proposes to reduce its capital by means of the solvency statement procedure under section 642 of the Act. The directors signed the solvency statement under section 643 of the Act (the '**Solvency Statement**') on 31 October 2017 and the Written Resolution to approve the reduction of capital was passed on 31 October 2017.


We confirm that:

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

Signed by:


Name: **ROBERT H. SHAW**
Date: 31 October 2017


Name: **ALLAN E. SYMONDS**
Date: 31 October 2017


Name: **GLENN E. TYNAN**
Date: 31 October 2017

THURSDAY



S6KBQENS
SPE 30/11/2017 #112
COMPANIES HOUSE