

## DIRECTORS' STATEMENT OF COMPLIANCE

**CANACCORD GENUITY HAWKPOINT HOLDINGS LIMITED (the "Company")**  
**Company Number: 03875826**

**STATEMENT MADE PURSUANT TO SECTION 644(5) COMPANIES ACT 2006 (the "ACT") MADE ON 22/03/2013**

We, the directors named below (being all the directors of the Company as at the date of this statement), confirm that the solvency statement made by each of us on 2013 under section 643 of the Act for the purposes of section 642 of the Act

- (i) was made not more than 15 days before the date on which the written resolution reducing the share capital (the "**Resolution**") was passed, and
- (ii) was provided to every eligible member at or before the time that the Resolution was sent to them, in accordance with section 642(2) of the Act

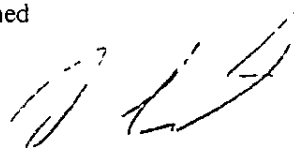
Signed



Name Paul Reynolds

Date 22/03/13

Signed



Name Brad Kotush

Date 22/03/13

