

REDUCTION OF CAPITAL - SOLVENCY STATEMENT

(For the purposes of s642 of the Companies Act 2006)

STANDARD CHARTERED MASTERBRAND LICENSING LIMITED

Company Number: 05618994

(the "Company")

Declaration of solvency pursuant to section 642 – 644 of the Companies Act 2006.

Made on 11 September 2019

This declaration is made in respect of the proposed reduction of the issued share capital of the Company.

It is proposed that the issued share capital of US\$491,002, comprising 491,002 ordinary shares of US\$1.00 each be reduced to US\$2.00 comprising 2 ordinary shares by the cancellation of 491,000 of the issued ordinary shares of USD1 each.

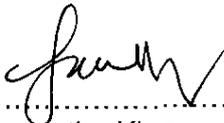
We, the undersigned, being all of the directors of the Company as at the time of this statement, make the following statement under section 643 of the CA 2006 for the purposes of section 642 of the CA 2006.

Having taken into account all of the Company's liabilities (including any contingent or prospective liabilities), we have formed the opinion that:

- As regards the Company's situation as at the date of this statement, there is no ground on which the Company could then be found to be unable to pay (or otherwise discharge) its debts.
- The Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of this statement.

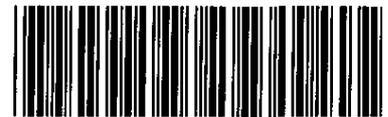


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Simon Gardiner
Director



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Samantha King
Director

MONDAY



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COMPANIES HOUSE