The Companies Act 2006

Private company limited by shares

Compliance Statement by the Directors of

Adconion Media Group Limited

For the purpose of Section 644(5), Companies Act 2006

Made on 18 November 2014

We, being all of the directors of Adconion Media Group Limited (the "Company"), confirm that the attached solvency statement dated 18 November 2014 made by the directors of the Company for the purpose of Section 642, Companies Act 2006 (the "Act") was

(a) made not more that 15 days before the date on which the attached special resolution of the members of the Company approving, for the purposes of Section 641 of the Act, the reduction of the Company's capital was passed, and

(b) provided to members of the Company, in accordance with Section 642(3) of the Act

Neil Sunderland

Tyler Moebius

Giuseppe Zocco

Albert Markus

Kım Reed Perell

WEDNESDAY

SPE

19/11/2014 COMPANIES HOUSE

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