

Company No. 06011822

MONITISE LIMITED

("Company")

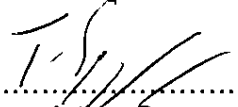
DIRECTORS' SOLVENCY STATEMENT CONFIRMATION

made pursuant to section 644(5) of the Companies Act 2006

We, the directors of the Company as at the date of this statement, hereby confirm that in advance of the proposed reduction of the share premium account of the Company by £34,000,000 a solvency statement dated 18 January 2018 and signed by the directors of the Company at the time was:

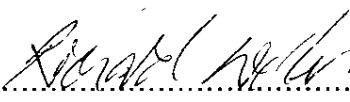
- (a) made not more than 15 days before the date on which the special resolution approving the share capital reduction was passed; and
- (b) provided to the sole member of the Company in accordance with the provisions of section 642(2) of the Companies Act 2006.

Signed by


.....
Thomas Arthur Spurgeon

Date.....19/1/18.....

Signed by


.....
Richard Simon Waller

Date.....19 January 2018.....

SATURDAY



S6XZYXK8

SPE

20/01/2018

#158

COMPANIES HOUSE