

ACORN TCL HOLDINGS LIMITED
Company Number: 06250055

SOLVENCY STATEMENT

For the purposes of Section 642 of the Companies Act 2006 ("the Act")

Acorn TCL Holdings Limited a private limited company whose registered number is **06250055** and whose registered office is at 40 Berkeley Square, London, W1J 5AL ("the Company").

We,

Simon Davies of 40 Berkeley Square, London, W1J 5AL; and

Farhad Karim of 40 Berkeley Square, London, W1J 5AL

being the directors of the Company do solemnly and sincerely state that:

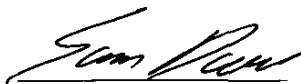
This solvency statement is for the purposes of s. 642 of the Act.

The Company is proposing to reduce its share capital pursuant to ss. 641 to 644 of the Act by the sum of £408,152,113.00 comprising the cancellation and repayment of the balance of the Company's share premium account of £169,449,548.00 and the cancellation and repayment at par of 238,702,565 Ordinary shares of £1.00 each.

The amount of cash to be transferred to the shareholders is £408,152,113.00.

We have formed the opinion, as regards the Company's situation at the date of this statement, that there is no ground on which the Company could then be found to be unable to pay (or otherwise discharge) its debts; and that 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.

This statement was made by the directors on 14 FEBRUARY 2019.



Simon Davies
Director



Farhad Karim
Director

