



ST. JAMES'S PLACE
WEALTH MANAGEMENT

The Directors
St James's Place Reassurance (2009) Limited
St James's Place House
1 Tetbury Road
Cirencester
Gloucestershire GL7 1FP

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Direct Fax: 01285 653993
e-mail kay.fraser@sjp.co.uk

Dear Sirs

On 23 February 2015, St James's Place plc as the ultimate parent of St James's Place Reassurance (2009) Limited (incorporated in England and Wales with registered number 6718989) agreed to take advantage of the exemption from statutory audit granted by section 479A of the Companies Act 2006 for St. James's Place Reassurance (2009) Limited in respect of the financial year ended 31 December 2014

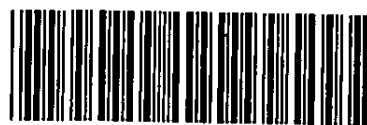
Accordingly, in line with section 479C of the Companies Act 2006, St James's Place plc (incorporated in England and Wales with registered number 03183415) guarantees all outstanding liabilities of St James's Place Reassurance (2009) Limited as at 31 December 2014 until they are satisfied in full. This guarantee is enforceable against St James's Place plc by any person to whom St. James's Place Reassurance (2009) Limited is liable in respect of those liabilities.

Yours faithfully

Director
For and on behalf of
St James's Place plc

23 February 2015

WEDNESDAY



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St James's Place Wealth Management plc, St James's Place UK plc, St James's Place Unit Trust Group Ltd and St James's Place International plc are members of the St James's Place Wealth Management Group. St James's Place UK plc is authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority. St James's Place Wealth Management plc and St James's Place Unit Trust Group Ltd are authorised and regulated by the Financial Conduct Authority. St James's Place International plc is authorised and regulated by the Central Bank of Ireland.
St James's Place Wealth Management plc Registered Office: St James's Place House, 1 Tetbury Road, Cirencester, Gloucestershire, GL7 1FP, United Kingdom
Registered in England Number 4113955