McKinsey & Company, Holdings Limited (company number: 07709450) (THE "Company")

Director's Statement of Compliance Pursuant to Section 644(5) of the Companies Act 2006

We. Alexander Geddes

Vivian Hunt

Gün Keresteci

Cornelius Walter,

being all of the directors of the Company at the date hereof, state that the Solvency Statement was:

- 1. made not more than 15 days before the date on which the Shareholder Written Resolution was passed; and
- provided to the members of the Company in accordance with Section 642(2) Companies Act 2006.

Capitalised terms used but not otherwise defined herein shall have the meanings ascribed to them in that certain written resolution of the board of directors of the Company, dated as of 13 December 2019.

Date: 13 December 2019

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RM 16/12/2019 #357
COMPANIES HOUSE

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Signed:	AL - LL Alexander Geddes
	Vivian Hunt
	Gün Keresteci
	Cornelius Walter

Signed:	
	Alexander Geddes Vivian Hunt
	Gün Keresteci
	Cornelius Watter

Signed:	
	Alexander Geddes
	Vivian Hunt
	Gün Keresteci
	Cornelius Walter

Signed:	
	Alexander Geddes
	Vivian Hunt
	Gün Keresteci

Cornelius Walter