

Company No. 8206793

SHAREHOLDER'S LETTER

Date 31/01/2018

Dear Sirs,

Agreement of the shareholder of CP CO 32 Limited (company registration number 8206793) (the "Company") to the audit exemption under section 479A of the Companies Act 2006

We, being the sole shareholder of the Company, agree, for the purposes of section 479A (2) (a) of the Companies Act 2006, to the company adopting the exemption from audit under section 479A of the Companies Act 2006 for the financial period ended 30 June 2017.

CP CO BORROWER Limited

FORM AA06

This guarantee is provided under Section 479C of the Companies Act 2006 - Subsidiary companies audit exemption: parent undertaking declaration of Guarantee

Details of the ultimate parent company:

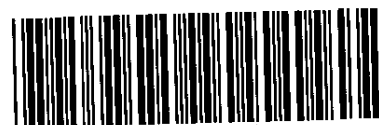
Full name: Chariot Lux Bidco S.A.R.L.

Country of registration: Luxembourg

Registration number: B 210.267

The ultimate parent company guarantees all outstanding liabilities to which the subsidiary company is subject at the end of the financial year to which guarantee relates, until they are satisfied in full. The guarantee is enforceable against the ultimate parent by any person to whom the subsidiary company is liable in respect of those liabilities. As the only member of the subsidiary, (100% director/indirect shareholder), the ultimate/immediate holding company further submits this document as a declaration by all the members of the subsidiary that they are in agreement to the exemption from audit for the financial year stated above.

FRIDAY



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SPE

02/03/2018

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COMPANIES HOUSE