

GROSVENOR AMERICAS HOLDINGS LIMITED

Company Number: 8762378 (the "Company")


STATEMENT OF THE DIRECTORS OF THE COMPANY

made on 14 December 2017

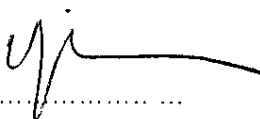
- 1 This is a statement of the directors of the Company for the purposes of section 644(5) of the Companies Act 2006 and has been signed by each of the directors of the Company
2. The directors of the Company confirm that the solvency statement dated 30 November 2017 and made for the purposes of section 642 of the Companies Act 2006 in the form as prescribed by the Companies (Reduction of Share Capital) Order 2008 was:
 - (A) made not more than 15 days before 14 December 2017 being the date on which the written resolution authorising the reduction of the share premium of the Company be reduced by £80m to a distributable reserve, and
 - (B) provided to its members in accordance with section 642(2) of the Companies Act 2006.

Signed:

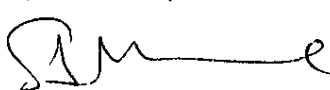
Mr. Timothy Leslie Budden, Director


.....

Mr. Christopher James Jukes, Director

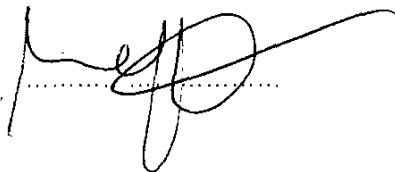

.....

Mr. Stephen Jeremy Moore, Director

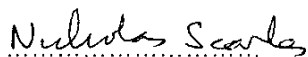

.....



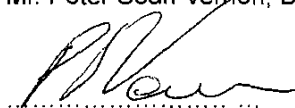
Mr. Mark Robin Preston, Director

A handwritten signature in black ink, appearing to be 'M. Preston', written over a dotted line.

Mr. Nicholas Richard Scarles, Director

A handwritten signature in black ink, appearing to be 'Nicholas Scarles', written over a dotted line.

Mr. Peter Sean Vernon, Director

A handwritten signature in black ink, appearing to be 'P. Vernon', written over a dotted line.

Mr. Richard Allan Jeffrey Marshall, Director

A handwritten signature in black ink, appearing to be 'Richard Marshall', written over a dotted line.