

MARSHALL MCGREGOR LIMITED (THE "COMPANY")

COMPANY NUMBER: SC141723

STATEMENT OF COMPLIANCE UNDER SECTION 644(5) OF THE COMPANIES ACT 2006 (CA 2006) MADE ON 16 FEBRUARY 2024

We, the directors named below (being all of the directors of the Company as at the date of this statement), make the following statement under section 644(5) of the CA 2006.

As set out in the written resolution circulated to members on 16 February 2024 the Company proposes to reduce its share capital in accordance with the solvency statement procedure set out in section 642 of the CA 2006 (Reduction of Capital).

The directors signed the solvency statement under section 643 of the CA 2006 on 16 February 2024 (Solvency Statement) and the special resolution approving the Reduction of Capital (Resolution) was passed as a written resolution on 16 February 2024.

We confirm that:

- The Solvency Statement was made not more than 15 days before the date on which the Resolution was passed.
- A copy of the Solvency Statement was provided to members in accordance with section 642(2) of the CA 2006, that is, it was sent or submitted to every eligible member at or before the time at which the proposed Resolution was sent or submitted to them.

Signed by:

*Paul Hyde*

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PAUL ANDREW HYDE

Date: 16 FEBRUARY 2024

*Scott John McCroskie*

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SCOTT JOHN MCCROSKIE

Date: 16 FEBRUARY 2024