

Company Number: SC381889

CLEAR2PAY SCOTLAND HOLDINGS LIMITED
(the "Company")

**SOLVENCY STATEMENT MADE FOR THE PURPOSE OF
SECTION 642 OF THE COMPANIES ACT 2006**

This solvency statement is made on March 16, 2021 | 07:44 PDT

The Company is proposing that the share capital of the Company be reduced by £3,410,403 to £1 by cancelling and extinguishing 466,078 ordinary shares of £1 each registered in the name of Clear2Pay BV, the sole member of the Company, and the whole amount standing to credit of share premium.

We, Martin R. Boyd, Marc M. Mayo and Ann M. Vasileff, all of the directors of the Company as at the date of this solvency statement, have each formed the opinion:

- (a) that as at the date of this solvency statement, there is no ground on which the Company could then be found to be unable to pay (or otherwise discharge) its debts;
- (b) that taking into account the current intention to commence the winding up of the Company within 12 months of the date of this statement, the Company will be able to pay (or otherwise discharge) its debts in full within 12 months of the commencement of such winding up of the Company; and
- (c) that should winding up of the Company not be commenced within 12 months of the date of this statement, the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of this solvency statement.

In forming this opinion, the directors have taken into account all of the Company's liabilities (including any contingent or prospective liabilities).

Signed by all of the directors of the Company:

Martin R. Boyd

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Martin Boyd
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Marc M. Mayo

DocuSigned by:
Marc M. Mayo
88B2FE4EAC8D4C2

Ann M. Vasileff

DocuSigned by:
Ann M. Vasileff
1E8CE9AF74E54EB

THURSDAY



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18/03/2021

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COMPANIES HOUSE