

Company No. SC559836

**NEWLANDS (ELGIN) HOLDINGS LIMITED
(COMPANY)**

**DIRECTORS' STATEMENT FOR THE PURPOSES OF SECTION 644(5) OF THE COMPANIES ACT
2006 (CA 2006)**

On **10 APRIL** 2018, the Company passed a resolution to reduce its share capital by from £67,010,006, divided into 5,502,500 A shares, 36,844,643,214 A1 shares, 2,501,500 B shares, 16,750,000,000 B1 shares, 500,500 C shares, 3,351,339,196 C1 shares, 500,500 D shares, 3,351,339,196 D1 shares, 1,001,000 E shares and 6,702,678,393 E1 shares, all of £0.001 each (and all of which have been issued and are fully paid) to £10,006 (being 5,502,500 A shares, 2,501,500 B shares, 500,500 C shares, 500,500 D shares and 1,001,000 E shares, all of £0.001 each) by cancelling in full 36,844,643,214 of the existing A1 shares, 16,750,000,000 of the existing B1 shares, 3,351,339,196 of the existing C1 shares, 3,351,339,196 of the existing D1 shares and of the existing 6,702,678,393 E1 shares and by paying to the holders thereof on the register of members when the reduction becomes effective the amount paid up or credited as paid up on each such shares so cancelled (**Resolution**). The Resolution was supported by a solvency statement made by the Company's directors on **10 APRIL** 2018 (**Solvency Statement**).

We, being all of the directors of the Company, confirm, for the purposes of section 644(5) of the Companies Act 2006, that the Solvency Statement was:

- (a) made not more than 15 days before the date on which the Special Resolution was passed; and
- (b) provided to members in accordance with section 642(2) of the Companies Act 2006.

Signed by each of the directors on

10 APRIL

2018.

Signature:

Name: Bill Robertson

Signature:

Name: Hilda Robertson

Signature:

Name: Elliot Robertson

Signature:

Name: Sonya Edgar

