

Company Number: 04330852

COMPANY LIMITED BY SHARES
CRITERION SOFTWARE LIMITED

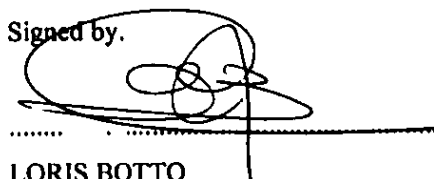
(the Company)

STATEMENT OF COMPLIANCE UNDER SECTION 644(5) OF THE COMPANIES ACT
2006 (CA 2006) MADE ON 10 January 2014

We, the directors named below, being all of the directors of the Company as at the date of this statement, hereby confirm in compliance with section 644(5) CA 2006 that:

1. the solvency statement dated 10 January 2014 and appended hereto was made not more than 15 days before the special resolution dated 10 January 2014 also so appended; and
2. the solvency statement was provided to the Company's sole member, Criterion Software Group Limited, at the same time as the written resolution was so provided.

Signed by.



LORIS BOTTO

Date 10 January 2014

Signed by.



BENJAMIN HALBE

Date 10 January 2014

Signed by:



KEITH KALLWEIT

Date 10 January 2014

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TUESDAY



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