

Carp (H) Limited
(company number 04246719)
(the "Company")

**STATEMENT OF COMPLIANCE MADE BY
THE DIRECTORS OF THE COMPANY**

This is a statement for the purposes of section 644(5) of the Companies Act 2006 (the "Act").

We, the undersigned, being all the directors of the Company, hereby state that the solvency statement dated *22 March* 2016 and made for the purposes of section 642 of the Act in the form as prescribed by the Companies (Reduction of Share Capital) Order 2008, SI 2008/1915 and section 643 of the Act was

- 1 made not more than 15 days before *22 March* 2016, being the date on which the written resolutions to reduce the capital of the Company by cancelling £18,462,669 being the entirety of the Company's share premium account and by reducing the share capital from £8,199,332 to £1 00 by cancelling and extinguishing 8,199,331 ordinary shares of £1 00 each (the "**Capital Reduction**"), and that the amount arising upon the Capital Reduction, being in the aggregate sum of £26,662,000 be credited to the profit and loss account of the Company, were passed as special resolutions, and
- 2 provided to the sole shareholder of the Company in accordance with section 642(2) of the Act, a copy of the solvency statement complying with section 643 of the Act having been sent to or submitted to the sole shareholder at or before the time at which the proposed resolution was sent or submitted to him

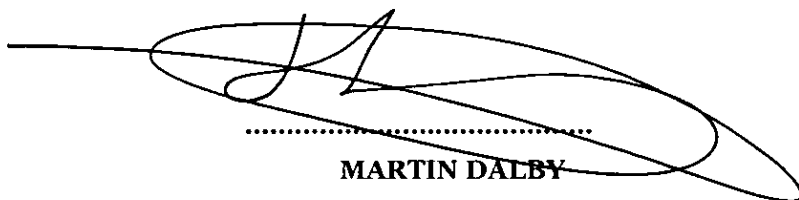
Dated: *22 March* 2016

Signed



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PAUL INGLETT

Director



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MARTIN DALBY

Director

