

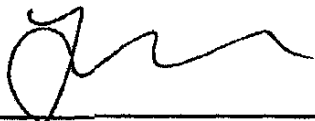
KORN/FERRY INTERNATIONAL LIMITED (THE "COMPANY")

COMPANY NUMBER: 00255807

Statement of compliance under section 644(5) of the Companies Act 2006 (the "Act") made on 20 December 2018.

- 1.1 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 Act.
- 1.2 As set out in the written resolution circulated to members on the date of this statement, the Company proposes to reduce its capital by means of the solvency statement procedure under section 642 of the Act. The directors signed the solvency statement under section 643 of the Act ("**Solvency Statement**") on the date of this statement and the resolution approving the reduction of capital ("**Resolution**") was passed as a written resolution on the date of this statement.
- 1.3 We confirm that:
- (a) The Solvency Statement was made not more than 15 days before the date on which the Resolution was passed.
 - (b) A copy of the Solvency Statement was provided to the sole member in accordance with section 642(2) of the Act, that is, it was sent or submitted to the sole member (being an eligible member) at or before the time at which the proposed Resolution was sent or submitted to the sole member.

Signed by:



Julian Slater

20 December 2018

Date



Sonamara Marie-Amelie Jeffreys

20 December 2018

Date

FRIDAY



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COMPANIES HOUSE