

James Finlay Limited
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1 September 2016

The Directors
James Finlay International Holdings Limited
Swire House
59 Buckingham Gate
London
SW1E 6AJ

Dear Sirs

Agreement of the members of James Finlay International Holdings Limited (registered number 1088739) (the "Company") to the audit exemption under section 479A of the Companies Act 2006 (the "Act")

We, being the sole member of the Company AGREE

- (a) that the Company satisfies the conditions for exemption from the requirements to undergo a statutory audit, detailed in sections 479A(1) and 479A(2) of the Act, and
- (b) for the purposes of section 479A(2)(a) of the Companies Act 2006, to the Company adopting the exemption from audit under section 479A of the Companies Act 2006 for the financial year ending 31 December 2015

In accordance with sections 479A(2)(b) and 479C of the Act, we further guarantee all outstanding liabilities to which the company is subject at 31 December 2015, until they are satisfied in full

Signed by

M B Swire, Director for an on behalf of James Finlay Limited, the sole member



Registered in Scotland No 7139
Registered Office
Swire House
Souter Head Road
Aitens
Aberdeen
AB12 3LF

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