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COMPANIES HOUSE

We have examined the balance sheet of Softcat Limited as at 31 July 2015 which formed part of the financial statements for the year then ended which were audited by us

This statement is made solely to the company's members, as a body, in accordance with Sections 92 (1) (b) and (c) of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's statement and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this statement, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The company's directors are responsible for the preparation of the balance sheet and related notes

It is our responsibility to

- (a) report on whether the balance sheet has been properly prepared in accordance with the requirements of the Companies Act 2006, and
- (b) form an independent opinion, based on our examination, concerning the relationship between the company's net assets and its called-up share capital and undistributable reserves at the balance sheet date

Opinion concerning proper preparation of balance sheet

In our opinion the audited balance sheet at 31 July 2015 has been properly prepared in accordance with the requirements of the Companies Act 2006

Statement on net assets

In our opinion, at 31 July 2015 the amount of the company's net assets (within the meaning given to that expression by section 831(2) of the Companies Act 2006) was not less than the aggregate of its called-up share capital and undistributable reserves

Ernst & Young LLP
Statutory Auditor
London

19 October 2015