

Company number: 02606646

HENDERSON EQUITY PARTNERS LIMITED

(the "Company")

**STATEMENT OF COMPLIANCE UNDER SECTION 644(5) OF THE COMPANIES
ACT 2006 ("CA 2006")**

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 CA 2006.


As set out in the written resolution circulated to the members on 26 August 2020, the Company proposes to reduce its capital by means of the solvency statement procedure under section 642 of the CA 2006.

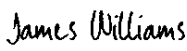
The directors signed the solvency statement under section 634 of the CA 2006 (the "Solvency Statement") on 26 August 2020 and the resolution approving the reduction of capital (the "Resolution") was passed as a written resolution on 26 August 2020.

We confirm that:

- (i) the Solvency Statement was made not more than 15 days before the date on which the Resolution was passed.
- (ii) a copy of the Solvency Statement was provided to the members in accordance with section 642(2) of the CA 2006.

SIGNED BY:


.....
Roger Thompson
Director


.....
James Williams
Director



This Statement of Compliance may be signed by the Directors of the Company in any number of counterparts, all of which when taken together will constitute one Statement of Compliance.