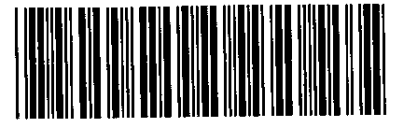


Company Number: 02607112

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16/03/2020

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COMPANIES HOUSE

HENDERSON FUND MANAGEMENT LIMITED

(the "Company")

**SOLVENCY STATEMENT UNDER SECTION 642 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 643 of the CA 2006 for the purposes of section 642 of the CA 2006.

Having taken into account all of the Company's liabilities (including any contingent or prospective liabilities), we have formed the opinion that:

- (i) As regards the Company's situation as at the date of this statement, there is no ground on which the Company could then be found to be unable to pay (or otherwise discharge) its debts; and
- (ii) The Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of this statement.

This solvency statement is dated 16 March 2020 and signed by the Board of Directors as being true and accurate.

SIGNED BY:


.....
Roger Thompson
Director