

Company No: 02655285

STEMCOR EUROPEAN DISTRIBUTION LIMITED
(Company)

:
STATEMENT OF COMPLIANCE UNDER SECTION 644(5) OF THE COMPANIES ACT 2006 (CA 2006) MADE ON 15 March 2017

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 members on 15 March 2017, 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 643 of the CA 2006 (**Solvency Statement**) on 15 March 2017 and the resolution approving the reduction of capital (**Resolution**) was passed as a written resolution on 15 March 2017.

We confirm that:

- The Solvency Statement was made not more than 15 days before the date on which the Resolution was passed.
- A copy of the Solvency Statement was provided to members in accordance with section 642(2) of the CA 2006, that was an eligible member at or before the time at which the proposed Resolution was sent or submitted to them.

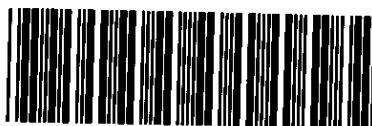
Signed AS Checketts
Andrew Checketts for Stemcor European Distribution Limited

Dated: 15 March 2017

Signed Julian Verden
Julian Verden for Stemcor European Distribution Limited

Dated: 15 March 2017

MONDAY



S633F66Z

SPE

27/03/2017

#4

COMPANIES HOUSE