

Schedule 5

**Statement regarding the special resolution to be filed at Companies House in
accordance with section 644(5) CA 2006**

ABERDEEN UNDERWRITING ADVISERS LIMITED

(Registered in England & Wales - No 03317598)

**STATEMENT OF THE DIRECTORS FOR THE PURPOSES OF SECTION 644(5) COMPANIES ACT
2006**

(24 September 2014)

The following resolution was duly passed as a special resolution by written resolution of the shareholders (the **Written Resolution**)

The issued share capital of the Company be reduced from £18,181 divided into 18,181 Ordinary Shares of £1 each (**Ordinary Shares**) all of which are fully paid, to £1 representing 1 Ordinary Share of £1 and that such reduction of capital be effected by cancelling 18,180 Ordinary Shares, beneficially held by ALIT Insurance Holdings Limited

In accordance with section 644(5) of the Companies Act 2006, we, being all of the directors of the Company as at the date hereof, confirm that

- (a) the solvency statement made by the directors of the Company dated 24 September 2014 (the **Solvency Statement**) (a copy of which is attached to this statement) was made not more than 15 days before the date on which the Written Resolution set out above was passed, and
- (b) in accordance with section 642(2) of the Companies Act 2006, a copy of the Solvency Statement was sent or submitted to every eligible member of the Company at or before the time at which the Written Resolution set out above was sent or submitted to him or her

Signed by all of the directors of the Company as at the date of this statement


Mauricio Clemente Carrillo-Morales


David Stephen Saker


Steven Mark Smith


Daniel John Willis





FILE COPY

**CERTIFICATE OF INCORPORATION
OF A
LIMITED LIABILITY PARTNERSHIP**

Partnership Number **OC395526**

The Registrar of Companies for England and Wales hereby certifies that

KHAJANA LLP

is this day incorporated under the Limited Liability Partnerships Act 2000 as a limited liability partnership and that the partnership is limited and the situation of the registered office is in England and Wales.

Given at Companies House on **24th September 2014**.



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**