

COMPLIANCE STATEMENT

ABERDEEN PRIVATE EQUITY ADVISERS LIMITED

(Company Number: 3368611)

(the "Company")

Directors' confirmation statement under section 644(5) of the Companies Act 2006 (the "Act")

We, the directors named below (being all of the directors of the Company), confirm that the solvency statement made on 26 September 2016 in accordance with section 643 of the Act for the purposes of section 642 of the Act was

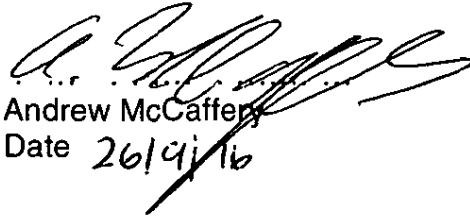
- (d) made not more than 15 days before the date on which the attached resolutions reducing the Company's share capital and share premium amount were passed, and
- (e) provided to members in accordance with section 642(2) of the Act

Signed by



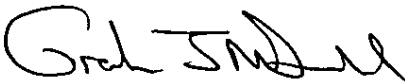
Rod MacRae

Date 26/9/16



Andrew McCaffery

Date 26/9/16



Graham McDonald

Date 26/9/16

