

\_\_\_\_\_  
THE COMPANIES ACT 2006  
\_\_\_\_\_

\_\_\_\_\_  
PRIVATE COMPANY LIMITED BY SHARES  
\_\_\_\_\_

\_\_\_\_\_  
STATEMENT OF COMPLIANCE  
\_\_\_\_\_

OF

**NTL CABLECOMMS HOLDINGS NO 2 LIMITED**

(the "Company")  
\_\_\_\_\_  
\_\_\_\_\_

**STATEMENT MADE ON 27 MARCH 2019**

UNDER SECTION 644(5) OF THE COMPANIES ACT 2006  
\_\_\_\_\_

WEDNESDAY



A04 \*A82MET23\* #12  
03/04/2019  
COMPANIES HOUSE

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 Companies Act 2006 ("the **Act**").

As set out in the written resolutions circulated to members on 27 March 2019, the Company proposes to reduce its capital by means of the solvency statement procedure, under section 642 of the Act. The directors signed the solvency statement (the "Solvency Statement") under section 643 of the Act on 27 March 2019 and the special resolutions (the "Special Resolutions") approving the reduction of capital were passed by the members of the Company on 27 March 2019.

WE confirm that

1. the Solvency Statement was made not more than 15 days before the date on which the Special Resolutions were passed, and
2. a copy of the Solvency Statement was provided to members in accordance with section 642(2) of the Act, in that it was sent or submitted to every eligible member at or before the time at which the proposed Special Resolutions were submitted.

The statement may be signed in counterpart, and if different counterparts shall bear different dates, then this statement shall take effect on the latest dates on any such counterpart.

**Signed By:**

Robert D Dunn  
Director

Mine O Hifzi  
Director

**Date:** 27 March 2019