

Statement to comply with Section 644(5) Companies Act 2006

**MARKETPIPE LIMITED**  
Company number 03984460  
(the "Company")

21 December 2017

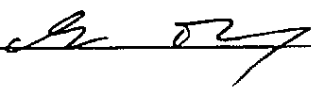
Introduction

We refer to the written resolution of the sole shareholder of the Company dated 21 December 2017 (a copy of which accompanies this statement) (the "**Written Resolution**") which approved a cancellation of 340,572 ordinary shares of £0.01 each and a cancellation of the entire share premium of the Company (the "**Capital Reduction**").

Statement by the directors

We,  
Gary Dockray, and  
Scott Ganeles,

being all the directors of the Company as at the date of this statement confirm that the statement of solvency made by each of us on 21 December 2017 in relation to the Capital Reduction (a copy of which accompanies this statement) (i) was made less than 15 days before the date on which the Written Resolution was passed and (ii) was provided in accordance with section 642(2) of the Companies Act 2006 to the Company's sole shareholder at the same time as the proposed Written Resolution was sent to the sole shareholder.

| Name of Director: | Signature:  |
|-------------------|---|
| Gary Dockray      |  |
| Scott Ganeles     |   |

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22/12/2017

COMPANIES HOUSE

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| <b>Name of Director:</b> | <b>Signature:</b>  |
|--------------------------|--|
| Gary Dockray             |  |
| Scott Ganeles            |  |