

Company Number: 06290469

PRIVATE COMPANY LIMITED BY SHARES

DIRECT NEWCO LIMITED (the "Company")

STATEMENT OF COMPLIANCE BY THE DIRECTORS OF THE COMPANY UNDER  
SECTION 644(5) OF THE COMPANIES ACT 2006

Made on: 30 October 2015

We, being all of the directors of the Company as at the date of this statement, make the following statement under s644(5) of the Companies Act 2006.

As set out in the written resolution circulated to members of the Company on 30 October 2015, the Company proposes to reduce its capital by means of the solvency statement procedure under section 642 of the Companies Act 2006.

The directors of the Company signed the solvency statement under section 643 of the Companies Act 2006 (the "Solvency Statement") on 30 October 2015 and the special resolutions approving the reduction of capital (the "Resolutions") were passed on 30 October 2015.

We confirm that the Solvency Statement was:

1. made not more than 15 days before the date on which the Resolutions were passed; and
2. provided to each member of the Company in accordance with section 642(2) of the Companies Act 2006.

Signature of director: .....

Name of director: Derek Coles

Dated: 30 October 2015

Signature of director: .....

Name of director: Scott Hough

Dated: 30 October 2015

Signature of director: .....

Name of director: Kristine Putnam

Dated: 30 October 2015

Signature of director: .....

Name of director: Richard McKenzie

Dated: 30 October 2015

FRIDAY



\*L4J48TNM\*  
LD1 30/10/2015 #37  
COMPANIES HOUSE