

URBAN STUDENT LIFE LIMITED (THE COMPANY)

COMPANY NUMBER: 07132365

STATEMENT OF COMPLIANCE UNDER SECTION 644(5) OF THE COMPANIES ACT 2006 (CA 2006) MADE ON 18 DECEMBER 2017

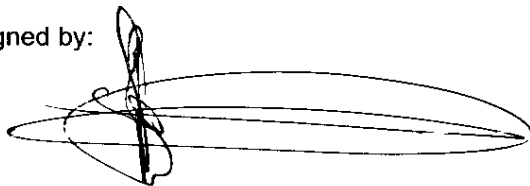
We, the directors named below (being all of the directors of the Company as at the date of this statement), make the following statement under section 644(5) of the CA 2006.

As set out in the written resolutions circulated to members on 18 December 2017, the Company proposes to cancel its share premium account by means of the solvency statement procedure under section 642 of the CA 2006. The directors signed the solvency statement under section 643 of the CA 2006 (**Solvency Statement**) on 18 December 2017 and the resolution approving the cancellation of the share premium account (**Resolution**) was passed as written resolution on 18 December 2017.

We confirm that:

- The Solvency Statement was made not more than 15 days before the date on which the Resolution were passed.
- A copy of the Solvency Statement was provided to members in accordance with section 642(2) of the CA 2006, that is, it was sent or submitted to every eligible member at or before the time at which the proposed Resolution was sent or submitted to him.

Signed by:



David Choules

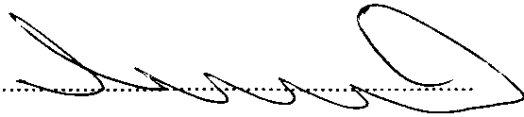
Date 18 December 2017



Declan Lowy

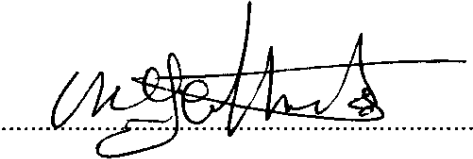
Date 18 December 2017





Andrew John Buchanan

Date18 December 2017.....



Nicholas Tellwright

Date18 December 2017.....