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COMPANIES HOUSE

Company number 07279467

Victoria's Secret UK Limited

(the "Company")

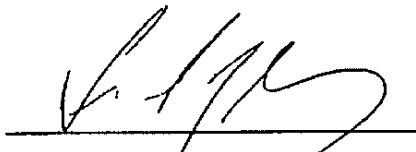
STATEMENT OF CONFIRMATION BY DIRECTORS

In accordance with section 644(5) of the Companies Act 2006 ("CA 2006") we, being all of the directors of the Company, HEREBY CONFIRM that the solvency statement made by the directors of the Company on 6 December 2016 in accordance with section 643 CA 2006 was

- 1 made not more than 15 days before the date on which the special resolution for reducing the share capital of the Company under section 641(1)(a) CA 2006 was passed; and
- 2 provided to the sole member of the Company in accordance with section 642(2) CA 2006.

Dated: 6 December 2016

SIGNED


TIMOTHY JAMES FABER


TODD GREGORY HELVIE


MARK R KOENIG