QTL HOLDINGS LIMITED (THE COMPANY)

COMPANY NUMBER, 07447993



STATEMENT OF COMPLIANCE UNDER SECTION 644(5) OF THE COMPANIES ACT 2006 (CA 2006) MADE ON IDATE THIS STATEMENT IS MADE) 21 December 2016

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

21/12/16

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As set out in the written resolution circulated to members on [DATE], the Company proposes to reduce its capital 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 [DATE] and the resolution approving the reduction of capital (Resolution) was passed as a written resolution on [DATE].

We confirm that

- The Solvency Statement was made not more than 15 days before the date on which the Resolution was passed
- A copy of the Solvency Statement vision indicates an accordance with section 642(2) of the CA 2005, that is, it was sent or submitted to every eligible member at or persent the time at which the proposed Resolution was sent or submitted to him.

Signed by:

Stephen Jeremy Clark

Date . 21/12 / 16

David Matthew Clough

Date 21/12/16

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David William .

Date 21/12/16

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David Andrew fiteCartney

Date 21/12/16

WEDNESDAY

SPE

04/01/2017 COMPANIES HOUSE #160