Cabot (Group Holdings) Limited (the "Company") Company Number: 08467547

Statement of Compliance under section 644(5) of the Companies Act 2006 (the "2006 Act") made on September 2017

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| We, being directors of the Company (as at the date of this statement), make the following stunder section 644(5) of the 2006 Act. | tatement |
| As set out in the written resolution circulated to members on | 2 of the Act on |
| We confirm that: | |
| a) the Solvency Statement was made not more than 15 days before the date on win Resolution was passed; and | hich the |
| b) a copy of the Solvency Statement was provide to members in accordance with section of the 2006 Act, that is, it was sent or submitted to every eligible member at or be time at which the proposed Resolution was sent or submitted to it. | n 642(2) fore the |
| Signed by: | |
| Director Craig Buick Date of signature 16 September 2017 | |
| Director Paul Grinberg | |
| Date of signature September 2017 | |
| Director | |
| Timothy Hanford | |
| Date of signature September 2017 | |

EMEA 114923703 Project Iris - Step 13 - Cabot (Group Holdings) Limited - Statement of Compliance



LD1 16/10/2017 COMPANIES HOUSE #44

Cabot (Group Holdings) Limited (the "Company") Company Number: 08467547

Statement of Compliance under section 644(5) of the Companies Act 2006 (the "2006 Act")

made on 16 September 2017

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| We, being directors of the Company (as at the date of this statement), make the following statement under section 644(5) of the 2006 Act. | | | | |
|--|--|--|--|--|
| As set out in the written resolution circulated to members on 62 September 2017, the Company proposes to reduce its capital by means of the solvency statement procedure under section 642 of the 2006 Act. The directors signed the solvency statement under section 643 of the 2006 Act or 65 September 2017 (the "Solvency Statement") and the resolution approving the reduction of 65 capital was passed as a written resolution on 66 September 2017 (the "Resolution"). | | | | |
| We confirm that: | | | | |
| a) the Solvency Statement was made not more than 15 days before the date on which the Resolution was passed; and | | | | |
| b) a copy of the Solvency Statement was provide to members in accordance with section 642(2) of the 2006 Act, 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 it. | | | | |
| Signed by: | | | | |
| Director Craig Buick | | | | |
| Director Paul Grinberg Date of signature September 2017 | | | | |
| Director Timothy Hanford | | | | |
| Date of signature September 2017 | | | | |

Cabot (Group Holdings) Limited (the "Company") Company Number: 08467547

Statement of Compliance under section 644(5) of the Companies Act 2006 (the "2006 Act") made on ______September 2017 odobes

| We, being directors of the Company (as at the date of this statement), make the following statement under section 644(5) of the 2006 Act. As set out in the written resolution circulated to members on |
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| of the 2006 Act, 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 it. |
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