

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~~ October 2017

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 16 ~~September~~ October 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 on 16 ~~September~~ October 2017 (the "**Solvency Statement**") and the resolution approving the reduction of capital was passed as a written resolution on 16 ~~September~~ October 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:

[Signature]
.....

Director
Craig Buick

Date of signature 16 ~~September~~ October 2017

.....
Director
Paul Grinberg

Date of signature _____ September 2017

.....
Director
Timothy Hanford

Date of signature _____ September 2017



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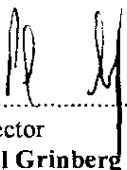
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Director
Timothy Hanford

Date of signature 16 ~~September~~ *October* 2017

Ashish Masih

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Director

Ashish Masih

Date of signature 16 *october* ~~September~~ 2017

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Director

Willem Mesdag

Date of signature _____ September 2017

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Director

John Oros

Date of signature _____ September 2017

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Director

Kenneth Stannard

Date of signature _____ September 2017

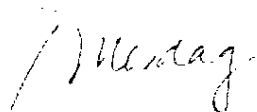
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Director

Norman Sorensen

Date of signature _____ September 2017

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Director
Ashish Masih

Date of signature _____ September 2017



.....
Director
Willem Mesdag

Date of signature 16 ~~September~~ ^{October} 2017

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John Oros

Date of signature _____ September 2017

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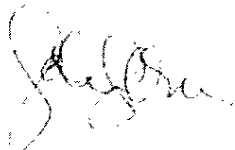
Date of signature _____ September 2017

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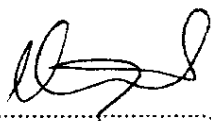
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Date of signature 16 ~~September~~ *October* 2017

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Director
Kenneth Stannard

Date of signature _____ September 2017



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Director
Norman Sorensen

Date of signature 28 September 2017