

ZOETROPE LIMITED (THE "COMPANY")

STATEMENT OF COMPLIANCE

Statement of Compliance under Section 644(5) Companies Act 2006


dated.....30/10/19

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) Companies Act 2006.

On 30 October 2019 a Written Special Resolution, relating to the Company's proposal to reduce its capital by means of the solvency statement procedure (under Section 642 Companies Act 2006), was circulated to its members. The directors signed the solvency statement (under Section 643 Companies Act 2006) on 30 October 2019 and the written resolution approving the reduction of capital was passed on 30 October 2019.

We confirm that:-

1. the solvency statement was made not more than 15 days before the date on which the special resolution to reduce the company's share capital was passed; and
2. the solvency statement was provided to every eligible member at the same time as the proposed resolution was sent/submitted to them.

Name	Signature	Date
B B Howes		31 October 2019

