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COMPANIES HOUSE

Confirmatory Statement under Section 644(5) Companies Act 2006

Company No. SC001771

**GATES (U.K.) LIMITED** (the "Company")Confirmatory Statement under Section 644(5) of the Companies Act 2006 relating to the solvency statement under Section 643 of the Companies Act 2006 made for the purposes of Section 642 of the Companies Act 2006 on 4 April 2019

We, the directors named below (being all the directors of the Company as at the date of this statement), hereby confirm that the solvency statement made on 4 April 2019 pursuant to sections 643 and 642 of the Companies Act 2006:

- (a) was made not more than 15 days before the date on which the special resolution for reducing the Company's share capital was passed; and
- (b) has been provided to the Company's sole eligible member in accordance with section 642(2) of the Companies Act 2006.

Signed by:

  
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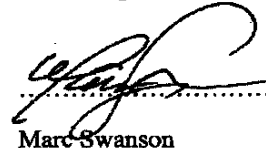
Nathan Rogers

Date: 4 April 2019

  
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Jamey Seely

Date: 4 April 2019

  
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Marc Swanson

Date: 4 April 2019