

STANDARD LIFE INVESTMENTS (USA) LIMITED

(the 'Company')

(company number: SC215736)

Statement of compliance

(Pursuant to Section 644(5) of the Companies Act 2006 (the 'Act'))

made on 11 December 2018

We, the directors named below (being all of the directors of the Company ("Directors") as at the date of this statement) refer to our solvency statement dated 11 December 2018 and the special resolution to reduce the share capital of the Company passed by the sole member of the Company (the 'Member') as a written resolution on 11 December 2018, both of which are delivered with this statement.

We confirm that the solvency statement was:

1. made and signed by the Directors not more than 15 days before the date on which the special resolution was passed; and
2. provided to the Member in accordance with section 642(2) of the Act, that is it was sent or submitted to the eligible members of the Company at or before the time at which the proposed special resolution was sent or submitted to them.

Signed on 11 December 2018 by:

Christopher Demetriou



Erlend Lochen

Beverley Hendry



Jeffrey Morris

**COMPANIES HOUSE
EDINBURGH**

19 DEC 2018

FRONT DESK

WEDNESDAY



SCT *S7L538G2* 19/12/2018 #73
COMPANIES HOUSE

STANDARD LIFE INVESTMENTS (USA) LIMITED

(the 'Company')

(company number: SC215736)

Statement of compliance

(Pursuant to Section 644(5) of the Companies Act 2006 (the 'Act'))

made on 11 December 2018

We, the directors named below (being all of the directors of the Company ("Directors") as at the date of this statement) refer to our solvency statement dated 11 December 2018 and the special resolution to reduce the share capital of the Company passed by the sole member of the Company (the 'Member') as a written resolution on 11 December 2018, both of which are delivered with this statement.

We confirm that the solvency statement was:

1. made and signed by the Directors not more than 15 days before the date on which the special resolution was passed; and
2. provided to the Member in accordance with section 642(2) of the Act, that is it was sent or submitted to the eligible members of the Company at or before the time at which the proposed special resolution was sent or submitted to them.

Signed on 11 December 2018 by:

Christopher Demetriou



Beverley Hendry

Erlend Lochen

Jeffrey Morris

STANDARD LIFE INVESTMENTS (USA) LIMITED

(the 'Company')

(company number: SC215736)

Statement of compliance

(Pursuant to Section 644(5) of the Companies Act 2006 (the 'Act'))

made on 11 December 2018

We, the directors named below (being all of the directors of the Company ("Directors") as at the date of this statement) refer to our solvency statement dated 11 December 2018 and the special resolution to reduce the share capital of the Company passed by the sole member of the Company (the 'Member') as a written resolution on 11 December 2018, both of which are delivered with this statement.

We confirm that the solvency statement was:

1. made and signed by the Directors not more than 15 days before the date on which the special resolution was passed; and
2. provided to the Member in accordance with section 642(2) of the Act, that is it was sent or submitted to the eligible members of the Company at or before the time at which the proposed special resolution was sent or submitted to them.

Signed on 11 December 2018 by:



Christopher Demetriou

Beverley Hendry

Erlend Lochen

Jeffrey Morris