



COMPANY NUMBER: 585756

**STATEMENT OF COMPLIANCE UNDER SECTION 644(5) OF THE COMPANIES ACT
2006 ("CA 2006") MADE ON 8 NOVEMBER 2017**

OF

MIDCORP LIMITED

(the "Company")

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) of the CA 2006.

As set out in the written special resolution circulated to members on 8 November 2017, the Company proposes to reduce its capital by means of the solvency statement procedure under section 642 of the CA 2006.

The directors signed the solvency statement under section 643 of the CA 2006 (the "Solvency Statement") on 8 November 2017 and the resolution approving the reduction of capital (the "Resolution") was passed as a written special resolution on 8 November 2017.

We confirm:

- (i) THAT the Solvency Statement was made not more than 15 days before the date on which the Resolution was passed.
- (ii) THAT a copy of the Solvency Statement was provided to members in accordance with section 642(2) of the CA 2006.

Signed by:

Name: Philip Alvey

Date: 8/11/17

Name: Rajiv Gopaul

Date: 8/11/17

Name: Peter Reid

Date: 8/11/17

Name: David Watts

Date: 8/11/17