Form Number IC10

Issued 18/07/13

Declaration of Directors to accompany a notification of conversion of a Company into an Incorporated Cell and transfer to an Incorporated Cell Company

Pursuant to section 25(7)(e) and 25(9) of the Incorporated Cell Companies Act 2010

To be completed by each Director of the Company and each Director of the Incorporated Cell Company

Name of Company Company number

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Name of Incorporated Cell Company Company number

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The undersigned, being all of the Directors of the Company and the Incorporated Cell Company, hereby declare that we each believe, on reasonable grounds, that –

1. the non-cellular Company is able to discharge its liabilities as they fall due;
2. the transfer agreement has been approved in accordance with section 25 of Incorporated Cell Companies Act 2010; and
3. the requirements of section 25 of Incorporated Cell Companies Act 2010 have been fulfilled.

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|  |  |  |
| (Signed) |  | (Date) |
|  |  |  |
| (Print Full Name) |  | Director of: Company\* / ICC\* / both\* |
|  |  |  |
| (Signed) |  | (Date) |
|  |  |  |
| (Print Full Name) |  | Director of: Company\* / ICC\* / both\* |
|  |  |  |
| (Signed) |  | (Date) |
|  |  |  |
| (Print Full Name) |  | Director of: Company\* / ICC\* / both\* |