

**TO: Emma Louise Smith, Colin Mackenzie Fell and Anthony Arthur James
Bannard Smith ("the Buyer")**

We, the undersigned, being directors of Elevation Financial Group Limited ("the Company") hereby:

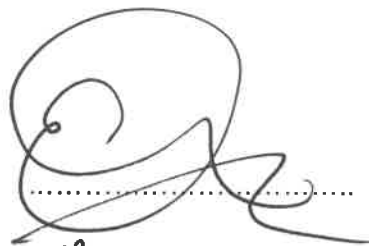
1. Declare to you that at the current date the Company owns no assets which would result in a contravention whether directly or indirectly of the provisions of section 174A and Schedule 29A of the Finance Act 2004 as introduced by Schedule 21 of the Finance Act 2006 ("the Provisions");
2. Undertake that the Company will not at any subsequent time when the Buyer owns an interest in the Company acquire assets which would cause a contravention of the Provisions or any subsequent provisions which may replace or supplement them by consolidation or future legislation; and
3. Undertake and agree to indemnify and keep you fully indemnified against all actions, proceedings, claims, demands, taxes, levies, duties, damages, costs and expenses or whatsoever nature, brought or made against, or suffered or incurred by you, or any of you, for any breach of the Provisions of the Company.

Dated 25 day of AUGUST 2017

Executed as a deed by

Emma Louise Smith

In the presence of:



(witness signature)

Witness Name

Address

Occupation

ADAM ROGERS

39 ROBIN ROAD BIRMINGHAM B23 6PB

PARAPLANNER

Colin Mackenzie Fell

In the presence of:



(witness signature)

Witness Name

ADAM ROGERS

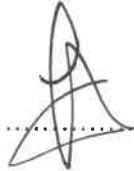
Address

39 ROBIN ROAD BIRMINGHAM B23 6PB
PARAPLANNER

Occupation

Anthony Arthur James Bannard Smith

In the presence of:



(witness signature)

Witness Name

ADAM ROGERS

Address

39 ROBIN ROAD BIRMINGHAM B23 6PB

Occupation

PARAPLANNER