

**The Directors**  
**CERTAIN BRIDGE LIMITED**

One St. James's Square  
Manchester  
M2 6DN

12<sup>th</sup> September 2018

Dear Sirs,

**RE: IM APPROVAL UNDER S.21 OF THE FSMA 2000**

Further to the letter of engagement dated 20<sup>th</sup> March 2011, we refer to the Information Memorandum (IM), which was produced by Certain Bridge Limited (the "Company") regarding the offer to subscribe for Loan Notes in the Company. Initially, the Information Memorandum was approved by us on 25<sup>th</sup> April 2018. The Company has since revised the approved IM and this letter refers to the revised IM dated 12<sup>th</sup> September 2018.

We have reviewed the revised Information Memorandum which the Company intends to communicate to potential investors. We consider that the Information Memorandum constitutes a financial promotion and that the Company is unable to rely on any relevant financial promotion order exemptions, and that therefore the Information Memorandum must be approved for the purposes of Section 21 of the Financial Services and Markets Act 2000.

Having carefully considered the revisions made to the content of the previously approved Information Memorandum (on page 17 only), the nature of the audience to which it is addressed, and having taken comfort from the initial verification process undertaken by the Company, and from the signed directors' declarations, together with our own enquiries, we hereby approve the enclosed Information Memorandum for the purposes of Section 21 of the Financial Services and Markets Act 2000.

We hereby consent to the issue of the Information Memorandum with the inclusion in the document of references to our name in the form and context in which they appear in the attached Information Memorandum.

The Information Memorandum can now be published at your convenience.

Please, note that under point 4.10.2 (2) of Conduct of Business Sourcebook (COBS) we reserve the right to withdraw our approval and the issue of the IM at any time by notice in writing to you if we become aware that the IM no longer complies with financial promotion rules (as set out in COBS) or for any other reason we deem reasonably appropriate.

Yours faithfully,



Tim Baldwin

Executive Director

For and on behalf of Equity for Growth (Securities) Limited