

Section 644

The Companies Act 2006

**Statement of Compliance required under Section 644 of the Companies Act 2006 made in connection with Section 642 of the Companies Act 2006**

Company Number            3872133  
Name of Company            Celltech Limited

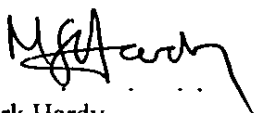
**Statement of Compliance**

We, being the directors of Celltech Limited (the "Company") as at the date of this statement, confirm that the attached solvency statement was:

made not more than 15 days before the date on which the attached special resolutions were passed, and

provided to members in accordance with Section 642(2) of the Companies Act 2006

Signed by

  
Mark Hardy  
Director

Dated 24th JUNE 2014

  
Yogesh Khatri  
Director

Dated 24th June 2014

