

Company number: SC210905

**NEPTUNE HOLDINGS UK LIMITED**  
("Company")

**DIRECTORS' STATEMENT OF SOLVENCY**  
(for the purposes of section 642 of the Companies Act 2006)

It is proposed that the Company effects the following reduction of capital supported by a solvency statement pursuant to section 642 of the Companies Act 2006 ("**Proposed Reduction**") that the share capital of the Company be reduced by cancelling and extinguishing for no consideration the following issued shares in the capital of the Company: (i) those 1,499,999 A ordinary shares of £1 each in the capital of the Company and (ii) those 214,286 B ordinary shares of £1 each in the capital of the Company (all of the shares to be cancelled and extinguished being held by Pan European Seafoods UK Limited) such that, following the Proposed Reduction, the issued share capital of the Company shall be one A ordinary share of £1 held by Pan European Seafoods UK Limited.

We, (i) Malcolm Herbert Lofts and (ii) Jenny Nancy Lancaster, being all the directors of the Company, make the following statements in relation to the Proposed Reduction for the purposes of section 642 of the Companies Act 2006:

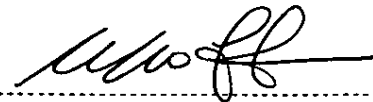
1. we have each formed the opinion, as regards the Company's situation at the date of this statement, that there is no ground on which the Company could then be found to be unable to pay (or otherwise discharge) its debts; and
2. it is intended to commence the winding up of the Company within 12 months of the date of this statement and we have each formed the opinion that the Company will be able to pay (or otherwise discharge) its debts in full within 12 months of the commencement of the winding up; and
3. in forming these opinions, we have each taken into account all of the Company's liabilities (including any contingent or prospective liabilities) as required by section 643(2) of the Companies Act 2006.

Made and signed on 1 April  
Company:

2015 by each of the above named directors of the

**MALCOLM HERBERT LOFTS:**

) Signature

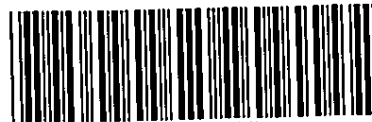


**JENNY NANCY LANCASTER:**

) Signature



THURSDAY



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SCT

02/04/2015

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COMPANIES HOUSE