

STATEMENT BY THE DIRECTORS OF THE COMPANY
made for the purposes of section 644(5) of the Companies Act 2006 (CA 2006)

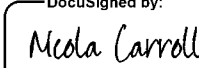
Company name : SPARE IPG 32 LIMITED (the Company)

Company number: 00039045

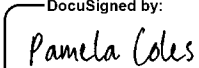
We, **Nicola Carroll and Rolls-Royce Industries Limited**, being all of the directors of the Company, make the following statements:

1. The Company proposes to reduce its capital using the solvency statement procedure under section 642 of the CA 2006.
2. We made a solvency statement under section 643 of the CA 2006 (the **Solvency Statement**) on 12 December 2022 and a special resolution approving the reduction of capital (the **Resolution**) was passed on 12 December 2022
3. For the purposes of section 644(5) of the CA 2006, we confirm that the Solvency Statement was:
 - 3.1 made not more than 15 days before the date on which the Resolution was passed; and
 - 3.2 provided to the member of the Company in accordance with section 642(2) of the CA 2006.

Nicola Carroll

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Signed:  Dated: 12 December 2022
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Pamela Coles, for and on behalf of Rolls-Royce Industries Limited

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Signed:  Dated: 12 December 2022
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