

**H P BULMER HOLDINGS LIMITED**

(Company number 01320906) (the "Company")

**SOLVENCY STATEMENT UNDER SECTION 643 OF THE COMPANIES ACT 2006  
(2006 ACT) MADE FOR THE PURPOSES OF SECTION 642 OF THE 2006 ACT  
ON 24 November 2014**

We, Malcolm Dunn, David Michael Forde, Kelly Taylor-Welsh and Josephus Petrus Adrianus Van der Burg, together of Elsley Court, 20-22 Great Titchfield Street, London, W1W 8BE are the four directors of the Company as at the date of this solvency statement (the "Solvency Statement")

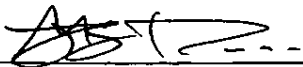
We confirm that the Company is proposing to reduce its share capital from £27,508,670 to £1 by (i) the cancellation of 495,364,380 ordinary shares of £0.05 each in the capital of the Company currently in issue and (ii) reduce its share premium account from £2,740,450 to £nil (£0)

We, having taken account of all of the Company's liabilities (including any contingent or prospective liabilities), have formed the opinion that

- 1 as regards the Company's situation as at the date of this statement, there is no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts, and
- 2 the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of this statement

This Solvency Statement shall be governed by, and construed in accordance with, the law of England and Wales

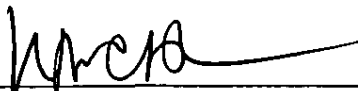
Signed by

  
\_\_\_\_\_  
Malcolm Dunn

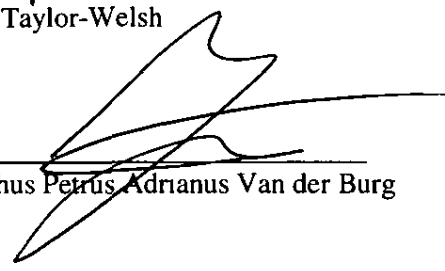
24 November 2014  
\_\_\_\_\_  
Date

\_\_\_\_\_  
David Michael Forde

\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Kelly Taylor-Welsh

24 November 2014  
Date

  
\_\_\_\_\_  
Josephus Petrus Adrianus Van der Burg

24 November 2014  
Date

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Malcolm Dunn

\_\_\_\_\_  
Date

  
\_\_\_\_\_  
David Michael Forde

24 November 2014  
\_\_\_\_\_  
Date

Kelly Taylor-Welsh

Date

Josephus Petrus Adrianus Van der Burg

Date