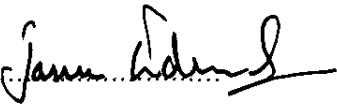


**DIAGEO INVESTMENT HOLDINGS LIMITED****Company Number: 02476751****(the "Company")****STATEMENT OF THE DIRECTORS OF THE COMPANY**

1. This is a statement of the directors of the Company for the purposes of section 644(5) of the Companies Act 2006 and has been signed by each of the directors of the Company.
2. The directors of the Company confirm that the solvency statement dated 28 November 2019 and made for the purposes of section 642 of the Companies Act 2006 in the form as prescribed by The Companies (Reduction of Share Capital) Order 2008 was:
 - (A) made not more than 15 days before 28 November 2019, being the date on which the written resolution of the Company resolving that: (i) the share capital of the Company be reduced from GBP 5,174,765,163.00 to GBP 51.74765163; and (ii) the amount standing to the credit of the share premium account be cancelled and extinguished, was passed as a special resolution; and
 - (B) provided to its sole member in accordance with section 642(2) of the Companies Act 2006.
3. This statement of the directors of the Company is made on 28 November 2019.

[Signatures follow]


Signed:

.....


James Matthew Crayden Edmunds, Director

.....

Vinod Rao, Director

.....


Kara Elizabeth Major, Director

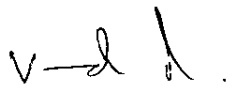
.....

Prabhakaran Viswanathan, Director

Signed:

.....

James Matthew Crayden Edmunds, Director


.....

Vinod Rao, Director

.....

Kara Elizabeth Major, Director


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Prabhakaran Viswanathan, Director