

AMPERSAND COMMERCE LIMITED (THE COMPANY)

COMPANY NUMBER: 06829007

STATEMENT OF COMPLIANCE UNDER SECTION 644(5) OF THE COMPANIES ACT 2006 (CA 2006) MADE ON 20 DECEMBER 2022

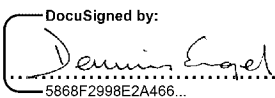
We, the directors named below (being all of the directors of the Company as at the date of this statement), make the following statement under section 644(5) of the CA 2006.

As set out in the written resolution circulated to members on 20 December 2022, the Company proposes to reduce its share capital in accordance with the solvency statement procedure set out in section 642 of the CA 2006. The directors signed the solvency statement under section 643 of the CA 2006 (Solvency Statement) on 20 December 2022 and the resolution approving the reduction of capital (Resolution) was passed as a written resolution on 20 December 2022.

We confirm that:

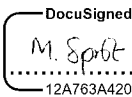
- The Solvency Statement was made not more than 15 days before the date on which the Resolution was passed.
- A copy of the Solvency Statement was provided to members in accordance with section 642(2) of the CA 2006, that is, it was sent or submitted to every eligible member at or before the time at which the proposed Resolution was sent or submitted to them.

Signed by:

DocuSigned by:

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Dennis Engel

Date 21/12/2022

DocuSigned by:

12A763A420844EB...

Michael Sprot

Date 20/12/2022