CHERRY MIDCO2 LIMITED

DIRECTORS' STATEMENT FOR THE PURPOSES OF SECTION 644(5) OF THE COMPANIES ACT 2006

On 22-08—2017, Cherry Midco2 Limited (**Company**) passed a special resolution to reduce its share capital (**Special Resolution**). The Special Resolution was supported by a solvency statement made by the Company's directors on 22-08—2017 (**Solvency Statement**).

We, being all of the directors of the Company, confirm, for the purposes of section 644(5) of the Companies Act 2006, that the Solvency Statement was:

- (a) made not more than 15 days before the date on which the Special Resolution was passed; and
- (b) provided to members in accordance with section 642(2) of the Companies Act 2006.

Signed by each of the directors on 22 - 68 - 2017.

James Darnton

Phillip Ledgard

Ian Nisbet

David Taylor-Smith

COMPANIES HOUSE

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CHERRY MIDCO2 LIMITED

DIRECTORS' STATEMENT FOR THE PURPOSES OF SECTION 644(5) OF THE COMPANIES ACT 2006

On 22 - 08 = 2017, Cherry Midco2 Limited (Company) passed a special resolution to reduce its share capital (Special Resolution). The Special Resolution was supported by a solvency statement made by the Company's directors on 22 - 08 = 2017 (Solvency Statement).

We, being all of the directors of the Company, confirm, for the purposes of section 644(5) of the Companies Act 2006, that the Solvency Statement was:

- (a) made not more than 15 days before the date on which the Special Resolution was passed; and
- (b) provided to members in accordance with section 642(2) of the Companies Act 2006.

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David Taylor-Smith