THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

GREENSPHERE INVESTMENTS LIMITED (the "Company")

STATEMENT MADE UNDER SECTION 644(5) OF THE COMPANIES ACT 2006

We, the directors named below (being all of the directors of the Company as at the date of this statement) hereby confirm that:

- the solvency statement (a copy of which is attached, the "Solvency Statement") was (2) made not more than 15 days before the date on which a special resolution of the Company reducing the capital of the Company (a copy of which is attached, the "Resolution") was passed as a written resolution; and
- that a copy of the Solvency Statement was sent or submitted to every eligible member (b) of the Company entitled to vote on the Resolution at or before the time at which the Resolution was sent to him or her in accordance with section 642(2) of the Companies Act 2006.

Signed by:

Jonathan Paul Moulton, Director

Date

Divya Seshamani, Director

Date ...

COMPANIES HOUSE

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SPE 31/01/2019

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