

Company No. 03203966

Amec Foster Wheeler International Limited

**Compliance Statement
under Section 644(5) of the Companies Act 2006 (the "Act")**

We, the directors of Amec Foster Wheeler International Limited (the "**Company**") confirm that the solvency statement dated *26 June 2020* made by us pursuant to sections 642-644 of the Act was:

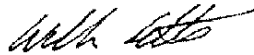
- (i) made not more than 15 days before the date on which the special resolution relating to the reduction of share capital of the Company was passed by way of written resolution; and
- (ii) provided to the sole member of the Company at the time at which the special resolution was made available to it in accordance with the requirements of section 642(2) of the Act.

This Compliance Statement is made on *26 June 2020*

This Compliance Statement may be signed by the directors of the Company in any number of counterparts, all of which when taken together will constitute one Compliance Statement.

Name: WILLIAM SETTER FOR AND ON BEHALF OF
AMEC NOMINEES LIMITED

Signed:


.....

Name: MATTHEW PLANT

Signed:


.....