

**STATEMENT OF COMPLIANCE BY THE DIRECTORS IN RELATION TO A
REDUCTION OF CAPITAL FOR THE PURPOSES OF SECTION 644 OF THE
COMPANIES ACT 2006**

DATED: *6 December* 2019

Company Name: **Bakkavor Overseas Holdings Limited ("the Company")**

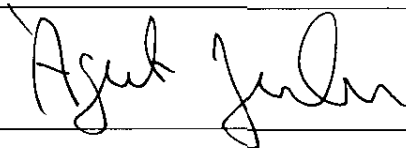
Company Number: **01027606**

I Agust Gudmundsson being the sole director for the time being of the Company state as follows:

1. That the Company has passed a Special Resolution for a reduction of capital pursuant to the provisions of Sections 642-644 of the Companies Act 2006.
2. That the Special Resolution for the reduction of capital was passed on *06/12/* 2019.
3. That the Solvency Statement in connection with the reduction of capital made by the directors pursuant to the provision of Section 643 of the Companies Act 2006:
 - a) was made not more than 15 days before the date on which the resolution for the reduction of capital was passed; and
 - b) was provided to the members of the Company in accordance with the provisions of Section 642(2) of the Companies Act 2006.

AGUST GUDMUNDSSON

Signed:



Date: *06/12/* 2019

**Presenter name and
address:**

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