

WOLSELEY LIMITED
(Company number: 00029846)
(the “Company”)

STATEMENT OF THE DIRECTORS OF THE COMPANY THAT THE SOLVENCY STATEMENT WAS PROPERLY MADE

This is a statement for the purposes of section 644(5) of the Companies Act 2006 (the “Act”)

We, the undersigned, being all the directors of the Company as at the date of this statement, hereby state that the solvency statement dated 14 May 2019 and made for the purposes of section 642 of the Act in the form as prescribed by the Companies (Reduction of Share Capital) Order 2008 and section 643 of the Act was:

- made not more than 15 days before 14 May 2019, being the date on which the written resolutions for the reduction of the capital of the Company were passed as special resolutions.
- provided to the sole member of the Company in accordance with section 642(2) of the Act, a copy of the solvency statement complying with section 643 having been sent or submitted to every eligible member at or before the time at which the proposed resolutions were sent or submitted to him.

Dated: 14 May 2019


Signed by:



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Mark Fearon, Director

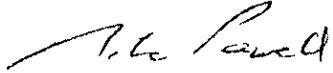


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Paul Fox, Director

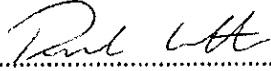


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Julia Mattison, Director





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Michael Powell, Director



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Philip Scott, Director