

Date: 13 May 2019

Company No. 01732518

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

DIAGEO CL1 LIMITED

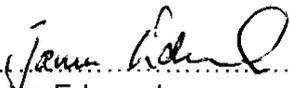
(the "Company")

**STATEMENT UNDER SECTION 644 OF THE COMPANIES ACT 2006**

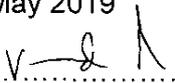
We, the directors named below (being all of the directors of the Company as at the date of this statement) hereby confirm that:

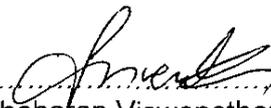
- (a) the solvency statement (a copy of which is attached, the "Solvency Statement") was made not more than 15 days before the date on which a special resolution of the Company reducing the Company's share capital (a copy of which is attached, the "Resolution") was passed, as a written resolution; and
- (b) a copy of the Solvency Statement was sent or submitted to every eligible member of the Company entitled to vote on the Resolution on the circulation date of the Resolution.

Signed by

  
.....  
James Edmunds  
Date 13 May 2019

  
.....  
Kara Major  
Date 13 May 2019

  
.....  
Vinod Rao  
Date 13 May 2019

  
.....  
Prabhakaran Viswanathan  
Date 13 May 2019



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COMPANIES HOUSE