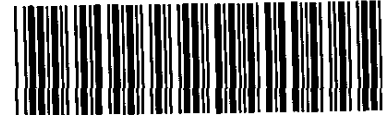


MONDAY



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#138

COMPANIES HOUSE

WBA HOLDINGS 1 LIMITED

(registered number 02517178) (the Company)

**SOLVENCY STATEMENT MADE FOR THE PURPOSE OF
SECTION 642 OF THE COMPANIES ACT 2006**

This solvency statement is made on 22 July 2020.

The Company is proposing that the share capital of the Company be reduced by cancelling and extinguishing 360,739,721 ordinary shares of GBP 0.10 each registered in the name of Alliance Boots Holdings Limited, and the amount by which the share capital is so reduced be credited to a distributable reserve.

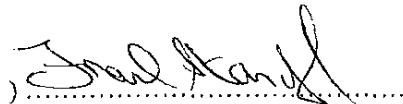
We, Frank Standish, Clare Jennings and Aidan Clare, being all of the directors of the Company, as at the date of this solvency statement, have each formed the opinion that:

- (a) as at the date of this solvency statement, there is no ground on which the Company could then be found to be unable to pay (or otherwise discharge) its debts; and
- (b) the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of this solvency statement.

In forming this opinion, the directors have taken into account all of the Company's liabilities (including any contingent or prospective liabilities).

Signed in counterpart by all of the directors of the Company:

Frank Standish



Clare Jennings

)

Aidan Clare

)

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Frank Standish)

Clare Jennings)

Aidan Clare) 