

PRIVATE COMPANY LIMITED BY SHARES
TESCO PROPERTY PARTNER (NO.2) LIMITED

05179163

(the “**Company**”)

STATEMENT OF COMPLIANCE BY THE BOARD OF DIRECTORS OF THE COMPANY
UNDER 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, make the following statement under section 644(5) of the Act.

As set out in the written resolutions circulated to the sole member of the Company on the notice of general meeting of the Company dated 24 November 2021, the Company proposes to reduce its share capital by means of the solvency statement procedure under section 642 of the Act. The directors of the Company signed a solvency statement in the form prescribed by section 643 of the Act (the “**Solvency Statement**”) on 24 November 2021 and the special resolutions approving the reduction of capital (the “**Resolutions**”) were passed as written resolutions on 24 November 2021.

We confirm that the Solvency Statement was:

- 1 made not more than 15 days before the date on which the Resolutions were passed; and
- 2 provided to the sole member of the Company in accordance with section 642(2) of the Act.

Signed:

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Alistair Clark

Date: 24 November 2021

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John Gibney

Date: 24 November 2021

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on behalf of Tesco Services Limited

Date: 24 November 2021