

Company Number: 05879183

SUNRISE OPERATIONS SOUTHBOURNE LIMITED

(the "Company")

SOLVENCY STATEMENT

of

THE DIRECTORS

Solvency Statement under section 643 of the Companies Act 2006 (the "Act"),**made for the purposes of section 641(1)(a) of the Act****on 23 March 2018**

We, the directors named below, being the directors of the Company as at the date of this statement, make this statement for the purposes of section 641(1)(a) of the Act and in support of the proposed special resolution of the Company to reduce part of the share capital of the Company as described at recital A below.

WHEREAS:

- A. It is proposed that the Company pass a special resolution (the "**Resolution**"), proposed as a written resolution, to reduce its share capital by cancelling and extinguishing 1,947,065 ordinary shares of £1.00 each (being £1,947,065 in aggregate) and all of the Company's share premium account (being £2,892,372) (the "**Reduction**").
- B. The amount of such Reduction (being £4,839,437 in aggregate), if approved by the Company's members, is to be credited to the retained earnings reserve of the Company, which reserve shall be treated as realised profit as permitted by the Companies (Reduction of Capital) Order 2008 (the "**Capital Reduction Order**").
- C. Section 641(1)(a) of the Act requires that the Resolution must be supported by a solvency statement (the "**Solvency Statement**") in the form prescribed in section 643 of the Act and in the Capital Reduction Order.
- D. Section 642 of the Act requires that the directors make the Solvency Statement in accordance with section 643 of the Act, not more than 15 days before the date on which the Resolution is passed by the Company's shareholders, and a copy of the signed Solvency Statement be circulated to all eligible members at or before the time the Resolution is circulated to them for signing.

MONDAY



L72JADJD

LD1

26/03/2018

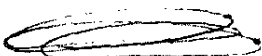
#226

COMPANIES HOUSE

THEREFORE:

In light of the above, and having taken into account all of the Company's liabilities (including any contingent or prospective liabilities), we hereby confirm and state that we have formed the opinion that:

- (a) as regards the Company's situation at the date of this Solvency Statement, there is no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts; and
- (b) if it is intended to commence the winding up of the company within twelve months of that date, the Company will be able to pay (or otherwise discharge) its debts in full within twelve months of the commencement of the winding up.

Signed by:**Dated:**
.....

23 March 2018

Name: Caroline Mary Roberts

.....

23 March 2018

Name: Justin Reynolds Skiver

THEREFORE:

In light of the above, and having taken into account all of the Company's liabilities (including any contingent or prospective liabilities), we hereby confirm and state that we have formed the opinion that:

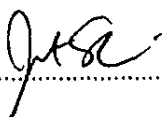
- (a) as regards the Company's situation at the date of this Solvency Statement, there is no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts; and
- (b) if it is intended to commence the winding up of the company within twelve months of that date, the Company will be able to pay (or otherwise discharge) its debts in full within twelve months of the commencement of the winding up.

Signed by:**Dated:**

.....

23 March 2018

Name: Caroline Mary Roberts



23 March 2018

Name: Justin Reynolds Skiver