

**Solvency statement under section 643 of the Companies Act 2006 (the "2006 Act")
made for the purposes of section 642 of the 2006 Act**

Company number: 6400457

Company name: HLT Owned Mezz V-B Limited

Proposal for reduction of share capital

HLT Owned Mezz V-B Limited (the "**Company**") is proposing to: (i) reduce its share capital from £100 to £1.00 by cancelling and extinguishing £0.99 on each fully paid up ordinary share of nominal value £1.00 each and reducing the nominal value of each ordinary share of £1.00 each from £1.00 to £0.01; (ii) cancel the entirety of its share premium account; and (iii) credit the amount by which the share capital and share premium account is so reduced to the Company's profit and loss account.

As a result of that reduction and cancellation the Company's share capital will be £1.00 divided into 100 ordinary shares of nominal value £0.01 each.

Directors' statement

We, the directors named below, being all the directors of the Company, have formed the opinion for the purposes of section 642 of the 2006 Act that:

- (a) as regards the Company's situation at the date of this statement, there is no ground on which the Company could 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 statement.

In forming the above opinions, we have taken into account all of the Company's liabilities (including any contingent or prospective liabilities).

This statement is made on 5 April 2023

Signed

Brian Wilson

Signed

Hilton Corporate Director LLC

Signed

Kimberly Coari

Signed

James Percival

Signed

Simon Vincent

Dated:

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Signed

DocuSigned by:
Brian M Wilson
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Brian Wilson

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Kimberly Coari

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Hilton Corporate Director LLC

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Simon Vincent

Dated: 5 April 2023