

Company No. 06534088

CARPHONE WAREHOUSE EUROPE LIMITED

**DIRECTORS' STATEMENT FOR THE PURPOSES OF SECTION 644(5) OF THE COMPANIES
ACT 2006**

On 22 February 2021, a special resolution of Carphone Warehouse Europe Limited (**Company**) was passed to reduce its share capital (**Special Resolution**). The Special Resolution was supported by a solvency statement made by the Company's directors on 22 February 2021 (**Solvency Statement**).

We, being all of the directors of the Company, confirm, for the purposes of section 644(5) of the Companies Act 2006, that the Solvency Statement was:

- (a) made not more than 15 days before the date on which the Special Resolution was passed; and
- (b) provided to members in accordance with section 642(2) of the Companies Act 2006.

Signed by each of the directors on 22 February 2021.



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Katrina Jamieson



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Richard Martin

