

**Statement of compliance  
for the purposes of section 644(5) Companies Act 2006**

**Company number: 07441672**

**Company name: Greencore Foods Limited**

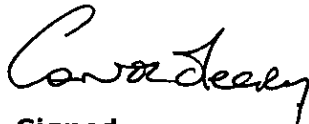
Greencore Foods Limited (the "Company") passed a special resolution by written resolution on 25 SEPTEMBER 2013 to reduce its share capital in accordance with section 641 to 643 of the Companies Act 2006.

We, Michael Evans, Conor O'Leary and Alan Williams, being all the directors of the Company hereby confirm

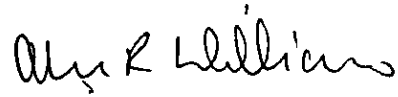
- (a) that a solvency statement was made on 25 SEPTEMBER 2013 by all the directors of the Company;
- (b) that the solvency statement was made not more than 15 days before the date on which the special resolution was passed; and
- (c) that a copy of the solvency statement was sent to every eligible member at or before the time at which the proposed special resolution was sent to him



**Signed  
Michael Evans**



**Signed  
Conor O'Leary**



**Signed  
Alan Williams**

**Dated:** 25 SEPTEMBER 2013

