

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

Company number: 08682637

Company name : Barchester Propco Two Topco Limited

Proposal for reduction of share capital

Barchester Propco Two Topco Limited (the "**Company**") is proposing to:

1. cancel its share premium account and that the amount of the share premium account so cancelled be credited to a reserve; and
2. reduce its share capital by £28,270,866, and the amount by which the capital redemption reserve is so reduced be credited to a reserve. As a result of that reduction the Company's share capital will be £19,001,679.

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 **14 June 2017**


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Signed
Pete Calveley


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Signed
Mark Hazlewood


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Signed
Michael O'Reilly

Dated **14 June 2017**

