

Company number: 09194026

**NBH HOLDCO LIMITED
("Company")**

**DIRECTOR'S STATEMENT OF SOLVENCY
(for the purposes of section 642 of the Companies Act 2006)**

It is proposed that the Company effects a reduction of capital supported by a solvency statement pursuant to section 642 of the Companies Act 2006 ("**Proposed Reduction**") by the cancellation and extinguishing for no consideration of 667,309,444 issued ordinary shares of US\$1.50 each in the capital of the Company registered in the name of NBH Holding Luxembourg S.à r.l..

I, Keith Graham Ward, being the sole director of the Company, make the following statements in relation to the Proposed Reduction for the purposes of section 642 of the Companies Act 2006:

1. I have formed the opinion, as regards the Company's situation at the date of this statement, that there is no ground on which the Company could then be found to be unable to pay (or otherwise discharge) its debts;
2. I have formed the opinion that 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; and
3. in forming these opinions, I have taken into account all of the Company's liabilities (including any contingent or prospective liabilities) as required by section 643(2) of the Companies Act 2006.

Made and signed on 8 May 2019 by the sole director of the Company:

-- Signature Page Follows --



KEITH GRAHAM WARD:

) Signature

A handwritten signature in black ink, consisting of several vertical strokes and a horizontal base, positioned above a dashed line.