Company number: 10647966

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

NEPTUNE ENERGY GROUP HOLDINGS LIMITED

Statement of Compliance for the purposes of Section 644(5) of the Companies Act 2006 (the "2006 Act") in connection with a reduction of the share capital of Neptune Energy Group Holdings Limited (the "Company")

We, being all the Directors of the Company, HEREBY CONFIRM as follows:

- the Solvency Statement (a copy of which is attached) was made by us not more than 15 days before the date on which the Special Resolution for the reduction of capital of the Company (a copy of which is attached) was passed; and
- the said Solvency Statement was provided to the Company's members in accordance with Section 642(2) of the 2006 Act.

William Samuel Laidlaw

Peter Thomas

Dated: 21 December 2018

FPINAY

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