THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

SOLVENCY STATEMENT UNDER SECTION 643 OF THE COMPANIES ACT 2006 (THE "ACT") OF ACHILLES THERAPEUTICS HOLDINGS LIMITED

(Company No: 13034062) (the "Company")

Made on: 25 February 2021

We, the directors named below (being all of the directors of the Company as at the date of this statement), make the following statement under section 643 of the Act for the purposes of section 642 of the Act.

Having taken into account all of the Company's liabilities (including any contingent or prospective liabilities), we have formed the opinion that:

- As regards the Company's situation as at the date of this statement, there is no ground on which the Company could then be found to be unable to pay (or otherwise discharge) its debts.
- 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.

Signed by:

licas Ali

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IRAJ ALI

Date: 25 February 2021

ROBERT COUTTS

Date: 25 February 2021

Docusigned by:

Daniel C.C. 420

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DANIEL HOOD

Date: 25 February 2021

THURSDAY

RM 04/03/2021 COMPANIES HOUSE

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