

**SHEPHERD NEAME LIMITED**

(the "Company")

**STATEMENT MADE PURSUANT TO SECTION 644(5) COMPANIES ACT 2006 (the "ACT") MADE ON 5 JUNE 2014**

We, the directors named below (being all the directors of the Company as at the date of this statement), confirm that the solvency statement made by each of us on 2 June 2014 under section 643 of the Act for the purposes of section 642 of the Act

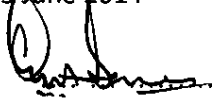
- (i) was made not more than 15 days before the date on which the resolution reducing the share capital (the "**Resolution**") was passed, and
- (ii) was available for inspection by the members of the Company throughout the general meeting at which it was proposed, in accordance with section 642(3) of the Act

Signed by



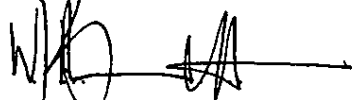
George Barnes

5 June 2014



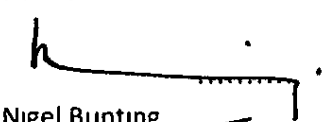
Oliver Barnes

5 June 2014



Bill Brett

5 June 2014



Nigel Bunting

5 June 2014



Graeme Craig

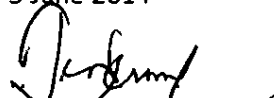
5 June 2014

Signed by



James Leigh-Pemberton

5 June 2014



Jonathan Neame

5 June 2014



Mark Rider

5 June 2014



Miles Templeman

5 June 2014

