

**OHI HEALTHCARE HOMES LTD**

**Company number: 05029866**

**(the “Company”)**

**DIRECTORS STATEMENT OF SOLVENCY**

**(for the purposes of section 642 of the Companies Act 2006 (the “Act”))**

It is proposed that the Company effects a reduction of capital supported by a solvency statement pursuant to section 642 of the Act (the “**Proposed Reduction**”) by reducing (with no return to shareholders) the Company’s share capital by cancelling and extinguishing shares in the capital of the Company, whether issued or unissued, and by reducing the Company’s share premium account to nil.

We, Daniel Booth, Neal Ballew and Robert Stephenson, being all of the directors of the Company as at the date of this statement, make the following statements in relation to the Proposed Reduction under section 643 of the Act for the purposes of section 642 of the Act:

1. We have each formed the opinion, 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;
2. We have each formed the opinion that taking into account the current intention to commence the winding up of the Company within 12 months of the date of this statement, the Company will be able to pay (or otherwise discharge) its debts in full within 12 months of the commencement of such winding up of the Company; and
3. Should winding up of the Company not be commenced within 12 months of the date of this statement, 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.

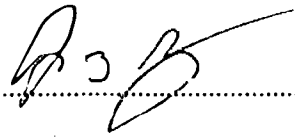
**SIGNATURE PAGE FOLLOWS**

Signed on 22 February 2023 by each of the above named directors of the Company:

**DANIEL BOOTH**

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**Signature**



**NEAL BALLEW**

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**Signature**



**ROBERT STEPHENSON**

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**Signature**

