

**Statement of compliance
for the purposes of section 644(5) Companies Act 2006**

Company number: 6400492

Company name: HLT Owned Mezz V-E Limited

HLT Owned Mezz V-E Limited (the "**Company**") passed a special resolution by written resolution on 5 April 2023 to reduce its share capital and cancel the entirety of its share premium account in accordance with section 641 to 643 of the Companies Act 2006.

We, Brian Wilson, Kimberly Coari, James Percival, Simon Vincent and Hilton Corporate Director LLC, being all the directors of the Company hereby confirm that:

- (a) a solvency statement was made on 5 April 2023 by all the directors of the Company;
- (b) the solvency statement was made not more than 15 days before the date on which the special resolution was passed; and
- (c) a copy of the solvency statement was sent to every eligible member at or before the time at which the proposed special resolution was sent to him.

Signed

Brian Wilson

Signed

Kimberly Coari

DocuSigned by:
Kimberly Coari
F498AE6CB897472...

Signed

Hilton Corporate Director LLC

DocuSigned by:
James D. Smith
AFC8DB4237CD4C2...

Signed

James Percival

DocuSigned by:
James
A6F287EF6EAD4BD...

Signed

Simon Vincent

DocuSigned by:
Simon
D0A09ACC78D940C...

Dated: 5 April 2023

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for the purposes of section 644(5) Companies Act 2006**

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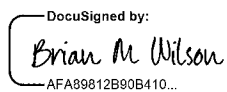
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Signed

DocuSigned by:

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Brian Wilson

Signed

Kimberly Coari

Signed

Hilton Corporate Director LLC

Signed

James Percival

Signed

Simon Vincent

Dated: 5 April 2023