

THE COMPANIES ACT 2006

WAITHERO LTD

Company Number: 12772357

Registered Office: 6, 24 Park Road, London NW1 4SH


SOLVENCY STATEMENT

(pursuant to Section 643 of the Companies Act 2006)

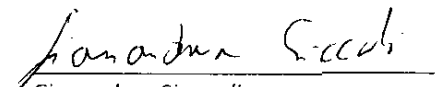
We, the undersigned, being all the directors of Waithero Ltd ("the Company") at the date of this statement, do solemnly and sincerely declare that, with regards to the proposed arrangement whereby the Company's issued share capital shall be reduced from £24,000,160,000 to £4 and having taken into account all of the Company's liabilities, we have formed the opinion that:

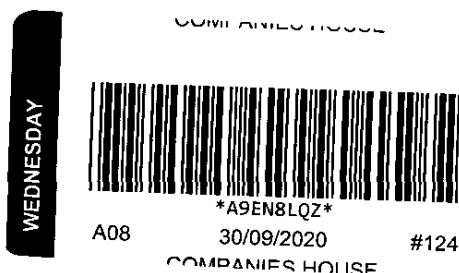
1. as at the date of this statement, there are no grounds on which the Company could be found unable to pay (or otherwise discharge) its debts;
2. in the event of any winding up during the twelve months immediately following the day and year hereafter written, the Company will be able to pay its debts in full within twelve months of the commencement of the winding up; and
3. the Company will be able to pay (or otherwise discharge) its debts as they fall due during the twelve months immediately following the date of this statement.

Dated this 7 day of August 2020 and signed by:


Andriy Dovzhenko


Mirco Bulega


Gianandrea Siccardi



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STATEMENT OF THE DIRECTORS UNDER 644(5) OF THE COMPANIES ACT 2006

We, the undersigned, being all the directors of [Name of company] ("the Company") at the date of this statement, hereby confirm that the solvency statement signed on the date hereof was made not more than 15 days before the passing of the special resolution also passed the date hereof.

We further confirm that a copy of the Solvency Statement was attached to the written resolution as required under section 642(2) of the Companies Act 2006.

Dated this 7 day of August, 2020 and signed by:


Andriy Dovzhenko


Mirco Bulega


Gianandrea Siccardi
[X]

THE COMPANIES ACT 2006

WATHERO LTD

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Registered Office: 6, 24 Park Road, London NW1 4SH

SOLVENCY STATEMENT

(pursuant to Section 643 of the Companies Act 2006)

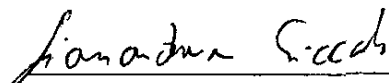
We, the undersigned, being all the directors of Wathero Ltd ("the Company") at the date of this statement, do solemnly and sincerely declare that, with regards to the proposed arrangement whereby the Company's issued share capital shall be reduced from £24,000,160,000 to £4 and having taken into account all of the Company's liabilities, we have formed the opinion that:

1. as at the date of this statement, there are no grounds on which the Company could be found unable to pay (or otherwise discharge) its debts;
2. in the event of any winding up during the twelve months immediately following the day and year hereafter written, the Company will be able to pay its debts in full within twelve months of the commencement of the winding up; and
3. the Company will be able to pay (or otherwise discharge) its debts as they fall due during the twelve months immediately following the date of this statement.

Dated this day of 2020 and signed by:


Andriy Dovzhenko


Mirco Bulega


Gianandrea Siccardi

