

Statement to comply with Section 644(5) of the Companies Act 2006

SECURICOR GROUP LIMITED

(Company number: 57379)

(the "Company")

04 December 2009

Introduction

We refer to the written resolution of the shareholders of the Company dated 04 December 2009 (a copy of which accompanies this statement) (the "**Written Resolution**") which approved the cancellation of (i) £27,528,952.75 comprising 54,086,626 existing issued Y ordinary shares of £0.25 each and 56,029,185 existing issued X ordinary shares of 0.25 each in the capital of the Company and the consequent reduction in the Company's share capital (the "**Reduction of Capital**"); (ii) £298,256,410.77 standing to the credit of the share premium account of the Company (the "**Cancellation of Share Premium Account**"); and (iii) £100,000 standing to the credit of the capital redemption reserve of the Company (the "**Cancellation of Capital Redemption Reserve**").

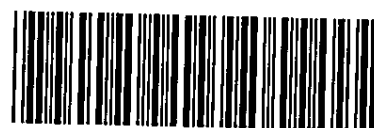
Statement by the directors

We,
Peter David;
Irene Cowden;
Stephen Lyell;
Richard Hawkins;
Trevor Dighton; and
Nicholas Buckles,

being all the directors of the Company as at the date of this statement, confirm that the statement of solvency made by each of us on 04 December 2009 in relation to the Reduction of Capital, Cancellation of Share Premium Account and Cancellation of Capital Redemption Reserve (a copy of which accompanies this statement): (i) was made not more than 15 days before the date on which the Written Resolution was passed; and (ii) was provided to the Company's shareholders at the same time as the proposed Written Resolution was sent to the shareholders.

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THURSDAY





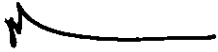
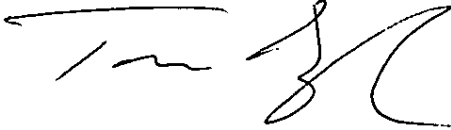
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Name of Director:	Signature:
Peter David	
Irene Cowden	
Richard Hawkins	
Trevor Dighton	
Nicholas Buckles	