

TNT EXPRESS WORLDWIDE (UK) LIMITED

(company number 01627471)

(the "Company")

**STATEMENT OF THE DIRECTORS OF THE COMPANY
THAT SOLVENCY STATEMENT WAS PROPERLY MADE**

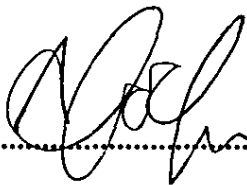
This is a statement for the purposes of section 644(5) of the Companies Act 2006 (the "Act").

We, the undersigned, being all the directors of the Company, hereby state that the solvency statement dated 19 December 2012 and made for the purposes of section 642 of the Act in the form as prescribed by the Companies (Reduction of Share Capital) Order 2008 and section 643 of the Act was

1. made not more than 15 days before 19 December 2012, being the date on which the written resolutions for a reduction in the share capital of the Company were passed as special resolutions, and
2. provided to the sole member of the Company in accordance with section 642(2) of the Act, a copy of the solvency statement complying with section 643 of the Act having been sent to or submitted to every eligible member at or before the time at which the proposed resolutions were sent or submitted to him.

Dated: 19 December 2012

Signed



Alistair Cochrane

.....

Jonathan Downing

.....

Mary O'Rourke



L106VKMI

LD1

20/12/2012

#126

COMPANIES HOUSE

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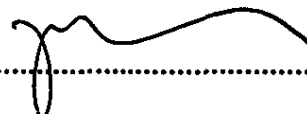
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