

COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

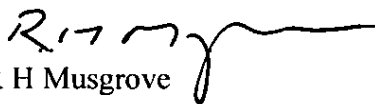
STATEMENT OF CONFIRMATION
OF
JAMES CAPEL HOLDINGS LIMITED
(the "Company")

Pursuant to section 644(5) of the Companies Act 2006, we, being all the Directors of the Company do hereby confirm that the Solvency Statement signed by the Board of Directors on 13 May 2013, a copy of which is appended to this statement was

- (i) made not more than fifteen days before the date on which the special resolution approving a reduction of the Company's was passed, and,
- (ii) provided to all members in accordance with section 642(2) & (3) of the Companies Act 2006

This Statement of Confirmation is dated the 13 May 2013 and signed by the Board of Directors as being true and correct


J H McKenzie
Director


R H Musgrove
Director

