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RED CHEEK FINANCE LIMITED

(Company Number 02087795) ("the Company")

**SOLVENCY STATEMENT UNDER SECTION 643 OF THE COMPANIES ACT 2006
(2006 ACT) MADE FOR THE PURPOSES OF SECTION 642 OF THE 2006 ACT
ON 16 SEPTEMBER 2013**

We, Anne Oliver, Sean Paterson and Kelly Taylor-Welsh, together of Elsley Court, 20-22 Great Titchfield Street, London. W1W 8BE are the three directors of the Company as at the date of this solvency statement ("the Solvency Statement")

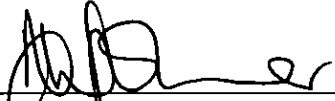
We confirm that the Company is proposing to reduce its share capital from £50,000 to £1 by the cancellation of 49,999 ordinary shares of £1 each in the capital of the Company currently in issue

We, having taken account of all of the Company's liabilities (including any contingent or prospective liabilities), have formed the opinion that


- 1 as regards the Company's situation as at the date of this statement, there is no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts, and
- 2 the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of this statement

This Solvency Statement shall be governed by, and construed in accordance with, the law of England and Wales

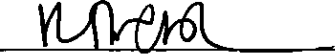
Signed by


Anne Oliver

16 SEPTEMBER 2013
Date


Sean Paterson

16 SEPTEMBER 2013
Date


Kelly Taylor-Welsh

16 SEPTEMBER 2013
Date