

Company Number: 2412603

**ORANGE HOLDINGS (UK) LIMITED**  
(the "Company")

**STATEMENT BY THE DIRECTORS OF THE COMPANY FOR THE PURPOSES  
OF SECTION 644(5) COMPANIES ACT 2006**

We, Sian Williams and Johan Van den Cruyce, being all the directors of the Company as at the date of this statement, confirm that the solvency statement in the form attached to this statement (the **Solvency Statement**) was

- (a) made not more than 15 days before the date on which the special resolution for reducing the share capital of the Company in the form attached to this statement was passed, and
- (b) in accordance with section 642(2) Companies Act 2006, a copy of the Solvency Statement was sent or submitted to every eligible member of the Company at or before the time at which the special resolution for reducing the share capital of the Company in the form attached to this statement was or submitted to every eligible member of the Company

Signed by

SIAN WILLIAMS

Date



JOHAN VAN DEN CRUIJCE

Date

26/9/11



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Signed by



SIAN WILLIAMS

Date 26/9/11

JOHAN VAN DEN CRUIJCE

Date