

BOC CHILE HOLDINGS LIMITED  
(the "Company")

DIRECTORS' STATEMENT OF SOLVENCY  
(for the purposes of section 642 of the Companies Act 2006)

It is proposed that the Company effects the following reduction of capital supported by a solvency statement pursuant to section 642 of the Companies Act 2006 ("Proposed Reduction")

**Reduction of the Company's issued ordinary share capital by £33,160,139, to leave the Company with an issued share capital of £100 (divided into 100 ordinary shares of £1 each)**

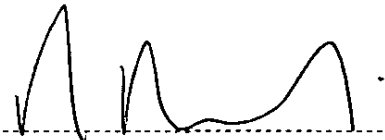
We, Andrew Brackfield, Dorian Devers and Nathan Palmer, being all the directors of the Company, make the following statements in relation to the Proposed Reduction for the purposes of section 642 of the Companies Act 2006

- 1 we have each formed the opinion, as regards the Company's situation at the date of this statement, that there is no ground on which the Company could then be found to be unable to pay (or otherwise discharge) its debts, and
- 2 that the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following this statement, and,
- 3 In forming these opinions, we have each taken into account all of the Company's liabilities (including any contingent or prospective liabilities) as required by section 643(2) of the Companies Act 2006

Made and signed on **8 August 2013** by each of the above named directors of the Company

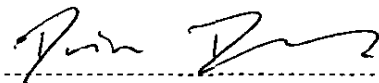
ANDREW BRACKFIELD

Signature



DORIAN DEVERS

Signature




NATHAN PALMER

Signature



**Certified to be a true copy**

  
**Secretary**  
**16.08.13**

