

MEMORANDUM OF CAPITAL FOLLOWING A REDUCTION OF CAPITAL FOR THE PURPOSES OF SECTION 642 OF THE COMPANIES ACT 2006

Company Name: **DELPHI HOLDINGS LIMITED**
("the Company")


Company No:03058551

The Company has passed a Special Resolution for a reduction of capital pursuant to the provisions of Sections 642-644 of the Companies Act 2006.

The Special Resolution for the reduction of capital was passed on 17th August 2009.

The issued share capital of the Company following the reduction of capital will be as follows:

Class of shares (Eg: Ordinary/Preference, etc)	Number of shares issued	Nominal value (per share)	Aggregate nominal value (ie, number of shares multiplied by the nominal value per share)	Amount paid up (if any) on each share (including any premium)	Amount unpaid (if any) on each share
Ordinary	76.143	£0.0001	£7.6143	£0.0001	N/A
Aggregate Issued Share Capital					
Total number of shares	76.143				
Total aggregate nominal value	£7.6143				

Signed:		Date:17 th August 2009
	Director/Secretary	

Presenters name and address:	Deloitte LLP 2 New Street Square London EC4A 3BZ
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