

**Solvency statement for the purposes of section 642
and section 643 of the Companies Act 2006**

Company No: 3384093

Name of Company: MASCO HOLDINGS LIMITED

Proposal for reduction of share capital

MASCO HOLDINGS LIMITED ("**the Company**") is proposing to reduce its share capital from £2,347,345 divided into 2,345,000 ordinary shares of £1 each and 2,345,000 ordinary shares of 0.1p each to £2 divided into 2 ordinary shares of £1 each and that such reduction be effected by cancelling and extinguishing 2,344,998 of the existing issued ordinary shares of £1 each and 2,345,000 of the existing issued ordinary shares of 0.1p each.

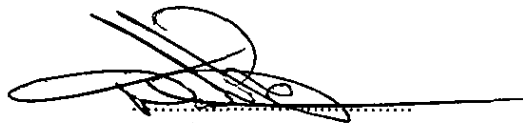
Director's statement

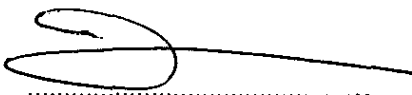
WE, Anton Bernard Alphonsus, David Leo Kaye and David Edward Roberts of Security House, The Summit, Hanworth Road, Sunbury-on-Thames, Middlesex, TW16 5DB being all the Directors of the Company have formed the opinion for the purposes of section 642 of the Companies Act 2006 that:

- (a) as regards the Company's situation 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
- (b) it is intended to commence the winding up of the Company within twelve months of the date of this Statement and the Company will be able to pay (or otherwise discharge) its debts in full within twelve months of the commencement of the winding up. Should the winding up not be commenced within twelve months of the date of this Statement, 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.
- (c) in forming the above opinions we have taken into account all of the Company's liabilities (including any contingent or prospective liabilities).

This Statement is made on 27 March 2009


Anton Bernard Alphonsus


David Leo Kaye


David Edward Roberts

Dated 27 March 2009

TUESDAY



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02/06/2009

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COMPANIES HOUSE