

APPENDIX 2

SOLVENCY STATEMENT

ACCELERIS LTD

(Registered in England company number 3912465)

Directors:

N Molyneux
I W Currie

Registered Office

Lowry House
17, Marble Street
Manchester
M2 3AW

**Directors' Statement under section 641 to 644 of the Companies Act 2006 ("2006 Act")
Dated 17 December 2013**

We, the directors named below (being all of the directors of the Company as at the date of this statement), make the following statement under sections 641 to 644 of the 2006 Act

As set out in the written resolutions of the Company to approve the Capital Reduction, the Company proposes to reduce the Company's share premium account from £985,289 50 to £nil

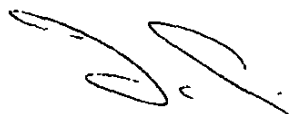
Each of the Directors, having taken into account all of the Company's liabilities (including any contingent or prospective liabilities), have formed the opinion that

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

Signed

Norman Molyneux

Ian W Currie



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15/01/2014 #7
SPE COMPANIES HOUSE