

AgustaWestland Holdings Limited (the Company)

(company number 03960805)

Solvency Statement under section 643 of the Companies Act 2006 (the Act) made for the purposes of section 642 of the Act

This solvency statement is made on *13 November* 2014

The Company is proposing that the share capital of the Company be reduced by

- a) cancelling the share premium account of the Company and repaying the amount standing to the credit of the Company's share premium account so cancelled to the holder of the ordinary shares of £1 each in the capital of the Company (the **Shares**), and
- b) cancelling and extinguishing 39,500,000 Shares and repaying the amount paid up or credited as being paid up on such Shares to the holder thereof

We, the directors named below (being all the directors of the Company as at the date of this statement), have each formed the opinion that

- 1 as regards the Company's situation as at the date of this solvency statement, there is no ground on which the Company could then be found to be unable to pay (or otherwise discharge) its debts, and
- 2 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

In forming these opinions, the directors have taken into account all of the Company's liabilities (including any contingent or prospective liabilities)

Signed by all of the directors of the Company



Sergio Biganzoli



John Maurice Maynard Ponsonby

Raymond Edgar Edwards



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