WPD PROPERTY LIMITED

(registered number 04081168) (the Company)

SOLVENCY STATEMENT MADE FOR THE PURPOSE OF

SECTION 642 OF THE COMPANIES ACT 2006

This solvency statement is made on 24 August 2015

The Company is proposing that

- (a) the issued share capital of the Company be reduced by cancelling and extinguishing 2,033,404 ordinary shares of £1 each, registered in the name of WPD Distribution Network Holdings limited, and
- (b) the amount by which the issued share capital is so reduced by credited to the profit and loss reserve of the Company

We, David Astley Withers and Daniel Charl Stephanus Oosthuizen, being all of the directors of the Company as at the date of this solvency statement, have each formed the opinion that

- (a) as regards the Company's situation as at the date of this solvency statement, 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
- (b) 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 solvency statement

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

Signed in counterpart by all of the directors of the Company

David Astley Withers

Daniel Charl Stephanus Oosthuizen

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