

Royal Mail Group Limited
Company Number: 4138203
(the "Company")

STATEMENT OF THE DIRECTORS OF THE COMPANY

made on 27th June 2012

- 1 This is a statement of the directors of the Company for the purposes of section 644(5) of the Companies Act 2006 and has been signed by each of the directors of the Company
- 2 The directors of the Company confirm that the solvency statement dated 21 June 2012 and made for the purposes of section 642 of the Companies Act 2006 in the form prescribed by the Companies (Reduction of Share Capital) Order 2008 was
 - (A) made not more than 15 days before 27th June 2012 being the date on which the special written resolution resolving that the share premium account of the Company as at 27th June 2012 be reduced by £3.8 billion, was passed as a special resolution, and
 - (B) provided to its member in accordance with section 642(2) of the Companies Act 2006

Signed



Donald Brydon, Director



David A Currie, Director

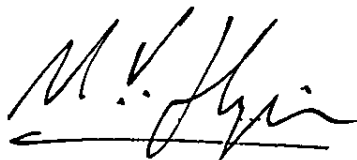


Moya Greene, Director

TUESDAY



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COMPANIES HOUSE



Mark Higson, Director




Nick Horler, Director



Cath Keers, Director



Matthew Lester, Director



Paul Murray, Director



Orna Ni-Chionna, Director



Les Owen, Director