

Company number: 04492919

OMNETICA HOLDING LIMITED
("Company")

**STATEMENT OF COMPLIANCE RE REDUCTION OF CAPITAL SUPPORTED BY
SOLVENCY STATEMENT**
(pursuant to section 644(5) of the Companies Act 2006)

The Company has taken steps to effect the following capital reduction ("Capital Reduction") supported by a solvency statement made by the directors of the Company on 25 August 2010 pursuant to section 642 of the Companies Act 2006 ("Solvency Statement")

The reduction of the Company's issued share capital from £428 08 (divided into 1,404 A ordinary shares of 0 5p, 2,106 B ordinary shares of 0 5p, 2,106 C ordinary shares of 0 5p and 80,000 ordinary shares of 0 5p) to £1 (divided into 200 ordinary shares of 0 5p) by cancelling and extinguishing for no consideration 1,404 A ordinary shares of 0 5p, 2,106 B ordinary shares of 0 5p, 2,106 C ordinary shares of 0 5p and 79,800 ordinary shares of 0 5p and the cancellation of the share premium account standing in the books of the Company in the sum of £53,885,883

We, being all the directors of the Company, confirm that

- 1 the Solvency Statement was made not more than 15 days before the date on which the special resolution approving the Capital Reduction was passed, and
- 2 a copy of the Solvency Statement was provided to every eligible member in accordance with section 642(2) of the Companies Act 2006

Signed on 25 August 2010 by each of the directors of the Company

PAUL SIMON SIMPSON

) Signature



WILLIAM GEORGE HALBERT

) Signature



SATURDAY



RM 28/08/2010 216
COMPANIES HOUSE