

Company No. 04659491

Citigroup Capital Hold Co UK Limited
(the "Company")

WEDNESDAY



S3402QGP
SPE 19/03/2014 #24
COMPANIES HOUSE

**SOLVENCY STATEMENT MADE FOR THE PURPOSE OF
SECTION 642 OF THE COMPANIES ACT 2006**

This solvency statement is made on 5 March 2014

It was proposed that the Company reduce its share capital from 10,001,000,000 ordinary shares of £0 01 to the sum of £1 00 by the cancellation at par of 10,000,999,900 ordinary shares of £0 01 each fully paid up in the capital of the Company.

We, May A Livingstone and Simon J Cumming, all of the directors of the Company as at the date of this solvency statement, have each formed the opinion

- a) that 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) that 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

May A Livingstone

Simon J Cumming

Certified a true copy

SJ Cumming
Secretary

19/03/2014