

HAMMERSON INVESTMENTS (No. 28) LIMITED
Company number 05839393
(the "Company")

Statement to comply with Section 644(5) of the Companies Act 2006 made on 3 December 2009

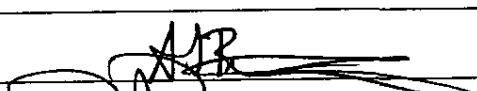

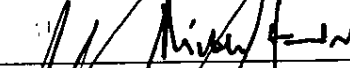
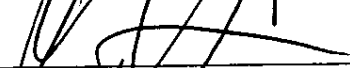

Introduction

We refer to the written resolutions of the sole shareholder of the Company dated 3 December 2009 (a copy of which accompanies this statement) (the "**Written Resolutions**") which approved among other things the reduction of the issued share capital of the Company from £525,000,001 divided into 525,000,001 Ordinary Shares of £1 each (all fully paid up) to £525,000,001 divided into 525,000,001 Ordinary Shares of £0.000,001 each (all fully paid up) (the "**Reduction**").

Statement by the directors

We, the directors named below, being all the directors of the Company as at the date of this statement confirm that the statement of solvency made by each of us on 3 December 2009 in relation to the Reduction (a copy of which accompanies this statement):

1. was made not more than 15 days before the date on which the Written Resolutions were passed; and
2. was provided in accordance with section 642(2) of the Companies Act 2006 to the Company's sole shareholder at the same time as the proposed Written Resolutions were sent to the sole shareholder.

Name of Director:	Signature:
Mr Andrew Berger-North	
Mr Peter Cole	
Mr Nicholas Hardie	
Mr Lawrence Hutchings	
Mr Martin Jepson	
Mr Andrew Thomson	