

KCH (HOLDINGS) 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 **21 March** 2011 pursuant to section 642 of the Companies Act 2006 ("Solvency Statement")

The reduction of the Company's issued share capital from £262,246,441 (divided into 262,246,441 ordinary shares of £1 each) to £2,000,000 (divided into 2,000,000 ordinary shares of £1 each) by cancelling and extinguishing for no consideration 260,246,441 ordinary shares of £1 each

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 **21 March** 2011 by each of the directors of the Company

PAUL SIMON SIMPSON

) Signature



WILLIAM GEORGE HALBERT

) Signature

