

MANCHESTER AIRPORTS HOLDINGS LIMITED

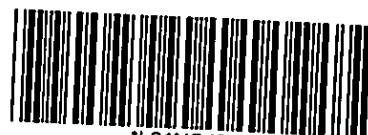
Company Number 08353309 (the "Company")

STATEMENT OF THE DIRECTORS OF THE COMPANY

made on *5 FEBRUARY* 2013

- 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 2013 and made for the purposes of section 642 of the Companies Act 2006 in the form as prescribed by the Companies (Reduction of Share Capital) Order 2008 was
 - (A) made not more than 15 days before 2013, being the date on which the special written resolution resolving that the amount standing to the credit of the share premium account of the Company as at 2013 be cancelled and extinguished was passed as a special resolution, and
 - (B) provided to its members in accordance with section 642(2) of the Companies Act 2006

WEDNESDAY



LD1 *L21NQJ2R* 06/02/2013 #27
COMPANIES HOUSE

Signed

A handwritten signature in black ink, appearing to read "Charlie Cornish". The signature is fluid and cursive, with a large, sweeping "C" at the end.

Charlie Cornish, Director

A handwritten signature in black ink, appearing to read "Neil Thompson". The signature is more compact and angular than the one above, with a horizontal line extending from the end.

Neil Thompson, Director