00319093

)MPANIES FORM No. 183

eclaration in relation to the redemption or purchase of shares out of capital

183

Please do not write in this margin

Pursuant to Article 183(5) of the Companies (Northern Ireland) Order 1986.

Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies

For official use

Company number N035481

Name of company

* insert full name of company

CLARENDON AGRICARE LIMITED

Note
Please read the notes on page 2 before completing this form

I/~~We~~ a CLIVE WILLIAM THYES COFFEY
42 PRIMROSE CAY
DROMORE
BT2T 1TL

a insert name(s) and address(es) of all the directors

† delete as appropriate

[~~the~~ sole director][~~all the directors~~]† of the above company do solemnly and sincerely declare that:

The business of the company is:

§ delete whichever is inappropriate

§(a) ~~that of a [recognised bank][licensed institution]† within the meaning of the Banking Act 1979.~~

§(b) ~~that of a person authorised under section 3 or 4 of the Insurance Companies Act 1982 to carry on insurance business in the United Kingdom~~

§(c) that of something other than the above

The company is proposing to make a payment out of capital for the redemption or purchase of its own shares

The amount of the permissible capital payment for the shares in question is £ 732,721 (note 1)

Continued overleaf

Presentor's name, address and reference (if any):

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DEPARTMENT OF ENTERPRISE
TRADE AND INVESTMENT
05 MAR 2007
POST RECEIVED
COMPANIES REGISTRY

21 MAR 2007
COMPANIES RECEIVED

I/We have made full enquiry into the affairs and prospects of the company, and I/we have formed the opinion:

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Please complete legibly, preferably in black type, or bold block letters

(a) as regards its initial situation immediately following the date on which the payment out of capital is proposed to be made, that there will be no grounds on which the company could then be found unable to pay its debts (note 2), and

(b) as regards its prospects for the year immediately following that date, that, having regard to my/our intentions with respect to the management of the company's business during that year and to the amount and character of the financial resources which will in my/our view be available during that year, the company will be able to continue to carry on business as a going concern (and will accordingly be able to pay its debts as they fall due) throughout that year. (note 2)

And I/we make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at 21 Arthur Street, Belfast
in the County of the City of
Belfast
the 28th day of February
Two thousand nine ~~hundred~~ and seven
before me Timothy John Brown

Declarant(s) to sign below

A Commissioner for Oaths, or Notary Public, or Justice of the Peace, or Solicitor having the powers conferred on a Commissioner for Oaths.

Notes

1 'Permissible capital payment' means an amount which, taken together with
   (i) any available profits of the company, and
   (ii) the proceeds of any fresh issue of shares made for the purposes of the redemption or purchase,
   is equal to the price of redemption or purchase.

   'Available profits' means the company's profits which are available for distribution (within the meaning of Articles 182 and 271 of the Companies (Northern Ireland) Order 1986).

   The question whether the company has any profits so available and the amount of any such profits is to be determined in accordance with Article 182 of the Companies (Northern Ireland) Order 1986.

2 Contingent and prospective liabilities of the company must be taken into account; see Articles 183(4), 479 and 480 of the Companies (Northern Ireland) Order 1986.

3 A copy of this declaration together with a copy of the auditors' report required by Article 183 of the Companies (Northern Ireland) Order 1986 must be delivered to the registrar of companies not later than the day on which the company publishes the notice required by Article 185(1) of the Companies (Northern Ireland) Order 1986, or first publishes or gives the notice required by Article 185(2), whichever is the earlier.