



MATTHEW BROWN LIMITED

(Company number 00009446) (the "Company")

SOLVENCY STATEMENT UNDER SECTION 643 OF THE COMPANIES ACT 2006 (2006 ACT) MADE FOR THE PURPOSES OF SECTION 642 OF THE 2006 ACT ON 24 November 2014

We, Malcolm Dunn, David Michael Forde, Kelly Taylor-Welsh and Josephus Petrus Adrianus van der Burg, together of Elsley Court, 20-22 Great Titchfield Street, London, W1W 8BE are the directors of the Company as at the date of this solvency statement (the "Solvency Statement")

We confirm that the Company is proposing to reduce its share capital from £27,384,821 25 to £1 by (i) the cancellation of 24,875,281 ordinary shares of £0 25 each in the capital of the Company currently in issue and (ii) reduce its share premium account from £21,166,000 to £nil (£0)

We, having taken account of all of the Company's liabilities (including any contingent or prospective liabilities), have formed the opinion that

- 1 as regards the Company's situation as at the date of this statement, there is no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts, and
- 2 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 statement

This Solvency Statement shall be governed by, and construed in accordance with, the law of England and Wales

Signed by

Malcolm Dunn

24 November 2014
Date

David Michael Forde

Date

Kelly Taylor-Welsh

24 November 2014
Date

Josephus Petrus Adrianus van der Burg

24 November 2014
Date

MATTHEW BROWN LIMITED

(Company number 00009446) (the "Company")

SOLVENCY STATEMENT UNDER SECTION 643 OF THE COMPANIES ACT 2006 (2006 ACT) MADE FOR THE PURPOSES OF SECTION 642 OF THE 2006 ACT ON...24 November 2014

We, Malcolm Dunn, David Michael Forde, Kelly Taylor-Welsh and Josephus Petrus Adrianus van der Burg, together of Elsley Court, 20-22 Great Titchfield Street, London, W1W 8BE are the directors of the Company as at the date of this solvency statement (the "Solvency Statement")

We confirm that the Company is proposing to reduce its share capital from £27,384,821 25 to £1 by (i) the cancellation of 24,875,281 ordinary shares of £0 25 each in the capital of the Company currently in issue and (ii) reduce its share premium account from £21,166,000 to £nil (£0)

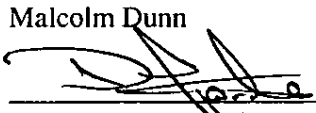
We, having taken account of all of the Company's liabilities (including any contingent or prospective liabilities), have formed the opinion that

- 1 as regards the Company's situation as at the date of this statement, there is no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts, and
- 2 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 statement

This Solvency Statement shall be governed by, and construed in accordance with, the law of England and Wales

Signed by

Malcolm Dunn



David Michael Forde

Date

24 November 2014

Date

Kelly Taylor-Welsh

Date

Josephus Petrus Adrianus van der Burg

Date