BLACKWELL PUBLISHING LIMITED

REDUCTION OF CAPITAL

DIRECTORS' STATEMENT PURSUANT TO SECTION 644(5) COMPANIES ACT 2006

Made on 21st March 2014

We refer to the special resolution of the Company for the reduction of share capital passed on 21 March 2014 (the "**Resolution**") and the solvency statement made on 21 March 2014 pursuant to section 642 Companies Act 2006 in support of the Resolution ("**Solvency Statement**")

We confirm that the Solvency Statement was made not more than 15 days before the date on which the Resolution was passed and was provided to members of the Company in accordance with section 642(2) Companies Act 2006

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IAN GARRARD

PHILIP KISRAY

STEVE SMITH

ELLIS COUSENS

SATURDAY

SPE 29/03/2014

COMPANIES HOUSE

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Certified as a true copy of the original

aroline Jane McPhee

Solicitor

Date 28/3/14

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