

St. James's Place Partnership Limited
(the "Company")
Company number 425649

**SOLVENCY STATEMENT UNDER SECTION 643 OF THE COMPANIES ACT 2006
("2006 ACT") MADE FOR THE PURPOSES OF SECTION 642 OF THE 2006 ACT
ON 20 JANUARY 2015**

We, the directors named below (being all the directors of the Company as at the date of this statement), having taken into account all of the Company's liabilities (including any contingent or prospective liabilities), have each formed the opinion that

- as regards the Company's situation 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
- taking into account the intention to commence the winding up of the Company within twelve months of the date of this statement, the Company will be able to pay (or otherwise discharge) its debts in full within twelve months of the commencement of such winding up

This solvency statement is made by each of us for the purposes of section 642 of the 2006 Act in our capacity as a director of the Company and without personal liability. This solvency statement is not intended to be, nor may it be, relied upon as a representation made to any member or creditor (or prospective member or creditor) of the Company.

Signed by



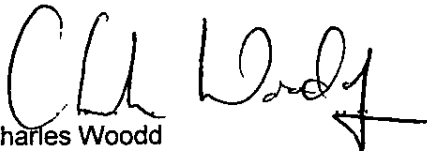
Andrew Croft
Dated 20 January 2015



Hugh Gladman
Dated 20 January 2015



Susan Meech
Dated 20 January 2015



Charles Woodd
Dated 20 January 2015

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