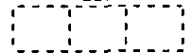


The Insolvency Act 1986

**Members' Voluntary Winding Up
Declaration of Solvency Embodying
a Statement of Assets and Liabilities****S89(3)****Pursuant to section 89(3) of the Insolvency Act 1986**

To the Registrar of Companies

For official
use

Company Number

00438206

Name of Company

(a) Hartlepool Manufacturing Limited

We Stephen Harris
Ernst & Young LLP
1 More London Place
London
SE1 2AF

& Elizabeth Anne Bingham
Ernst & Young LLP
More London Place
London
SE1 2AF

attach a declaration of solvency embodying a statement of assets and liabilities

Signed

Date

9/1/08

Presenter's name,
address and reference
(if any)

Terri Greenwell
Ernst & Young LLP
1 More London Place
London
SE1 2AF

For Official Use

Part B form



AM0JMWEZ

A77

16/01/2008

4

COMPANIES HOUSE

WEDNESDAY

Section 89(3)

The Insolvency Act 1986

**Members' Voluntary Winding Up
Declaration of Solvency
Embodying a Statement of
Assets and Liabilities**

Company number 00438206

Name of company Hartlepool Manufacturing Limited

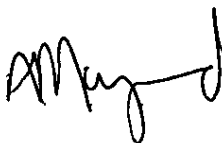
Presented by Ernst & Young LLP

Declaration of Solvency

We Alan Maynard
Foxcote House
Templewood Lane
Farnham Common
Berkshire SL2 3HJ

Alan Sydney Thompson
Barmby Moor House
Hull Road
Barmby Moor
York
YO42 4EZ

Signed



Signed

(c) Insert a period of
months not
exceeding 12

(d) Insert date

Being all of the directors of (b) Hartlepool Manufacturing Limited do solemnly and sincerely declare that we have made a full inquiry into the affairs of this company, and that, having done so, we have formed the opinion that this company will be able to pay its debts in full together with the interest at the official rate within a period of (c) 12 months, from the commencement of the winding-up


We append a statement of the company's assets and liabilities as at (d) 6 December 2007, being the latest practicable date before the making of this declaration

We make this solemn declaration, conscientiously believing it to be true, and by virtue of the provisions of the Statutory Declarations Act 1835

Declared at INIGO PLACE 31 BEDFORD STREET LONDON
WC2E 9EY

this 6th day of December 2007

Before me,


KEITH PROVINS

Solicitor or Commissioner of Oaths

Mackrell Turner Garrett
Inigo Place
31 Bedford Street
Strand
London
WC2E 9EY

Statement as at 6 December 2007 showing assets at estimated realisable values and liabilities expected to rank:

Assets and liabilities		Estimated to realise or to rank for payment to nearest £
Assets:		£
	Balance at bank	2,538,171
	Cash in hand	
	Inter-company debts	7,882,956
	Marketable securities	
	Corporation tax refund	12,750
	VAT refund	29,116
	Loans and advances	
	Unpaid calls	
	Stock in trade	
	Work in progress	
	Freehold property	
	Leasehold property	
	Plant and machinery	
	Furniture, fittings, utensils, etc	
	Patents, trade marks, etc	
	Investments other than marketable securities	
	Other property, viz	
	Estimated realisable value of assets	£ 10,462,993
Liabilities:		
	Secured on specific assets, viz	
	Secured by floating charge(s)	
	Estimated cost of liquidation and other expenses including interest accruing until payment of debts in full	
Unsecured creditors (amounts estimated to rank for payment)		
	£	£
	Inter-company creditor	7,359 -
	Other creditors (unpresented cheques)	190,634
	Accrued expenses	205,000
	Other liabilities	
	Contingent liabilities	402,993
Estimated surplus after paying debts in full		£ 10,060,000

Remarks