

Company number: 0636445

26 July 2012

PRIVATE COMPANY LIMITED BY SHARES
Wolseley UK Limited (Company)

Confirmation Statement

The directors of the Company confirm the following

- (a) the attached Solvency Statement was executed by the directors of the Company on 26 July 2012,
- (b) the Solvency Statement was not made more than 15 days before the date on which the attached special resolution approving the capital reduction, signed by Wolseley UK Holdings Limited as sole shareholder of the Company, was passed (the **Special Resolution**), and
- (c) the Solvency Statement was provided, at the same time as the Special Resolution, to Wolseley UK Holdings Limited as the Company's sole shareholder in accordance with section 642(2) of the Companies Act 2006

Signed by



DIRECTOR STEPHEN ASHMORE

Date

26/07/12.



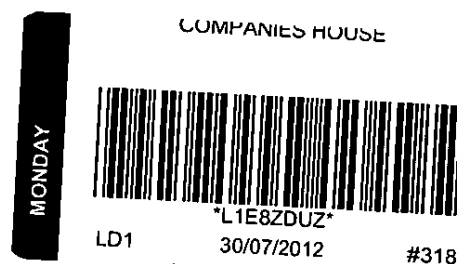
DIRECTOR DEREK HARDING

Date

26/7/12

DIRECTOR KEITH JONES

Date



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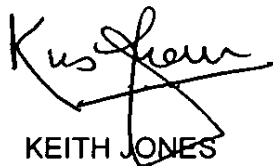
Signed by

DIRECTOR STEPHEN ASHMORE

Date

DIRECTOR DEREK HARDING

Date



DIRECTOR KEITH JONES

Date 26.07.12