

Statement to comply with Section 644(5) Companies Act 2006

AMSTRAD LIMITED: Company Number 0955321 (the "Company")

Introduction

We refer to the written resolution of the shareholders of the Company dated 15th March 2010 (a copy of which accompanies this statement) (the "Written Resolution") which approved, among other things, the cancellation and extinguishment of 83,594,499 issued ordinary shares of £0 10 each and the reduction and extinguishment of the share premium account from £7,299,376 95 to £0, each in the capital of the Company, and the consequent reduction in the Company's share capital (the "Reduction of Capital").

Statement by the directors

We,
Andrew Griffith,
Jeremy Darroch, and
Euan Smith,

being all the directors of the Company as at the date of this statement confirm that the statement of solvency made by each of us on 15th March 2010 in relation to the Reduction of Capital (a copy of which accompanies this statement) (i) was made less than 15 days before the date on which the Written Resolutions were passed and (ii) was provided to the Company's shareholders at the same time as the proposed Written Resolution was sent to the shareholders

Signed by:


.....
Andrew Griffith

Date 15th March 2010 ..


.....
Jeremy Darroch

Date 15th March 2010


.....
Euan Smith

Date 15th March 2010 ..

TUESDAY



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16/03/2010

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COMPANIES HOUSE