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Rolfe & Nolan Limited
(registered number 1157638)

**SOLVENCY STATEMENT MADE FOR THE PURPOSE OF
SECTION 642 OF THE COMPANIES ACT 2006**

This solvency statement is made on 25 September 2015

The Company is proposing that

the share capital of the Company be reduced by cancelling and extinguishing 15,360,964 shares of £0.01 each registered in the name of Rolfe & Nolan Group Limited

We, all of the directors of the Company, as at the date of this solvency statement, have each formed the opinion

- (a) that as at the date of this solvency statement, there is no ground on which the Company could then be found to be unable to pay (or otherwise discharge) its debts, and
- (b) that the Company will be able to pay (or otherwise discharge) its debts in full within 12 months of the commencement of the winding up of the Company

In forming this opinion, the directors have taken into account all of the Company's liabilities (including any contingent or prospective liabilities)

Signed in counterpart by all of the directors of the Company

Conor Clinch

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Ashley Woods

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