

COMPANY NUMBER 01656361

**SOLVENCY STATEMENT FOR THE PURPOSE OF SECTION 642 OF THE
COMPANIES ACT 2006
OF
HSBC OVERSEAS HOLDINGS (UK) LIMITED**

(Dated 26 April 2012)

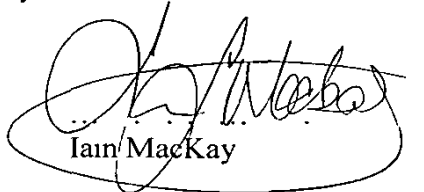
Pursuant to section 643 of the Companies Act 2006 and is made on 26 April 2012 in compliance with The Companies (Reduction of Share Capital) Order 2008

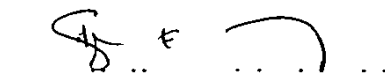
We, being all of the directors of the Company, each hereby confirm that:

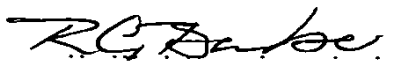
- (a) we have formed the opinion that, as regards the Company's situation at the date of this statement, there is no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts; and
- (b) we have also formed the opinion that the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of this statement.

Signed by all of the directors of the Company as at the date of this statement


Richard Bennett


Iain MacKay


Iain MacKinnon


Ralph Barber

TUESDAY



LD1 08/05/2012 #3
COMPANIES HOUSE