

**FORM OF DIRECTORS' STATEMENT AS REQUIRED BY S 644(5) CA 2006**

**ESAB HOLDINGS LIMITED**

**(registered number 01687590) (the Company)**

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

This solvency statement is made on 15 March 2012

The Company is proposing that the share capital of the Company be reduced by cancelling and extinguishing 600,000,000 shares of £1 each registered in the name of Weldcure Limited on terms that there shall be repaid to the holders of such shares the sum of £1 in respect of each such share

We C Scott Brannan, David Egan, Bill Flexon, Mark Paul Lehman, Daniel Pryor and A Lynne Puckett 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 as they fall due during the year immediately following the date of this solvency statement

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

C Scott Brannan

) *C. Brannan*

David Egan

)

Bill Flexon

)

Mark Paul Lehman

)

THURSDAY



LD1 \*L14QCA15\* 15/03/2012 #50  
COMPANIES HOUSE

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