

**Northern Trust Fiduciary Services (UK) Limited ("Company")**

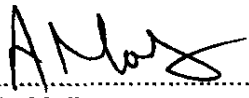
**Company number: 02362041**


**Directors' Compliance Statement**

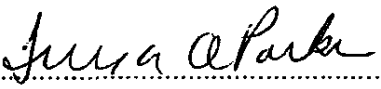
We, the directors named below (being all the directors of the Company as at the date of this statement), hereby confirm:

- 1 that in accordance with section 644(5)(a) of the Companies Act 2006 the solvency statement (the "Solvency Statement") attached to this statement was not made more than 15 days before the date on which the special resolution to reduce the share capital of the Company was passed as a written resolution; and
- 2 that in accordance with section 642(2) of the Companies Act 2006 the Solvency Statement was provided to all eligible members of the Company at the time of circulating the written resolution.

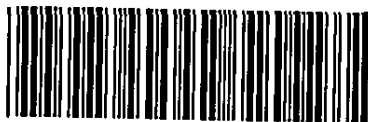
Signed by:

  
Aida Molineux  
Date 26-2-2009

  
Kate Saunders  
Date 26-2-2009

  
Teresa Parker  
Date 26-2-09

WEDNESDAY



A20

\*APN2Z7VP\*

04/03/2009

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COMPANIES HOUSE