

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

AMSERVE LTD.: Company Number 02410731 (the "Company")

Introduction

We refer to the written resolution of the sole shareholder of the Company dated 12th March 2010 (a copy of which accompanies this statement) (the "Written Resolution") which approved, among other things, the cancellation and extinguishment of 1,959,998 issued ordinary shares of £1 each and the reduction and extinguishment of the share premium account from £13,841,000 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, and
Jeremy Darroch,

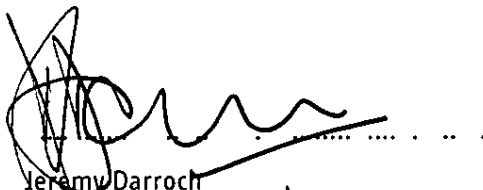
being all the directors of the Company as at the date of this statement confirm that the statement of solvency made by each of us on 12th March 2010 in relation to the Reduction of Capital (a copy of which accompanies this statement) (i) was made less than 15 days before the date on which the Written Resolutions were passed and (ii) was provided to the Company's sole shareholder at the same time as the proposed Written Resolution was sent to the sole shareholder

Signed by:



Andrew Griffith

Date 12th March 2010



Jeremy Darroch

Date 12th March 2010

TUESDAY



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RUSINICC
16/03/2010
COMPANIES HOUSE

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