

**Solvency statement for the purposes of section 642  
and section 643 of the Companies Act 2006**

**Company No: 02769768**

**Name of Company : Flybe Limited**

**Proposal for reduction of share capital**

Flybe Limited (the "**Company**") is proposing to reduce its share capital by cancelling 17,500,000 redeemable preference shares of £1.00 each in the capital of the Company issued to Flybe Group plc (company number 01373432). As a result of that reduction, the Company's share capital will be £1,000,000, comprising 1,000,000 ordinary shares of £1.00 each.

**Directors' statement**

**We, Mark Chown of La Poudretterie, La Route Des Pelles, St Martin, Jersey, Channel Islands JE3 6BR, James French of Flat 3, 26 Lennox Gardens, London SW1X 0DX, Andrew Knuckey of 9 Silver Terrace, Exeter, Devon EX4 4JE, Michael Rutter of 46 St. Leonards Road, Exeter, Devon EX2 4LS and Andrew Strong of Rushford House, Lambert View, Crockernwell, Devon EX6 6NA** being all the Directors of the Company have formed the opinion for the purposes of section 642 of the Companies Act 2006 that

- (a) 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) 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.

In forming the above opinions we have taken into account all of the Company's liabilities (including any contingent or prospective liabilities).

This Statement is made on <sup>15</sup>December 2010.

Signed: 

NAME: **Mark Chown**

Dated: *15th December 2010*

Signed: 

NAME: **James French**

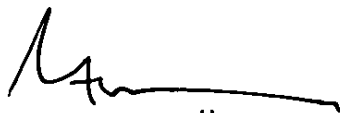
Dated: *15 Dec 2010*

THURSDAY



RM 16/12/2010 338  
COMPANIES HOUSE

Signed.



NAME: **Andrew Knuckey**

Dated:

15/12/10 .

Signed:

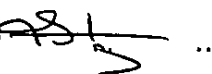


NAME: **Michael Rutter**

Dated:

15/12/10 .

Signed



NAME: **Andrew Strong**

Dated:

15/12/10 .