

Company No 2786185

**FREMANTLEMEDIA OVERSEAS LIMITED**  
**Compliance Statement**

We, the directors of FremantleMedia Overseas Limited (the "**Company**") confirm that the solvency statement dated 14 November 2008 made by us pursuant to sections 641-644 of the Companies Act 2006 was

- (i) made not more than 15 days before the date on which the special resolution relating to the reduction of share capital of the Company was passed by way of written resolution, and
- (ii) provided to the sole shareholder of the Company at the time at which the special resolution was submitted to it in accordance with requirements of section 642(2) of the Companies Act 2006

This Compliance Statement is made on 14 November 2008

This Compliance Statement may be signed by the directors of the Company in any number of counterparts, all of which when taken together will constitute one Compliance Statement

**Name.** Robert Grant  
**Signed**



**Date** 14 November 2008

**Name.** Sarah Tingay  
**Signed**



**Date** 14 November 2008

