THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

STATEMENT OF COMPLIANCE WITH SECTION 644(5) OF THE COMPANIES ACT 2006 (THE "ACT")

VERTEX LIFE AND PENSIONS LIMITED

(the "Company")

We, the directors named below (being all the directors of the Company as at the date of this statement) hereby confirm that the solvency statement under section 643 of the Act made for the purposes of section 642 of the Act was made not more than 15 days before the date on which a special resolution of the Company was passed and was provided to the members in accordance with section 642(2)

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Signed by:

GAVIN KEITH JAMES

PAUL TERENCE SWEENY

ROBERT CHARLES COYLE

DATE, 13 001006R 2011

A37 27/10/2011 **COMPANIES HOUSE**

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