

CHARLWORTH LIMITED (the "Company")

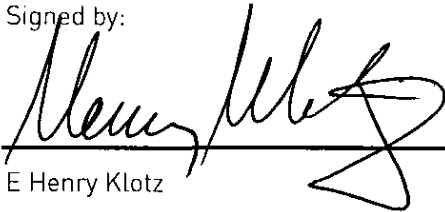
Company Number: 3000681

STATEMENT MADE PURSUANT TO SECTION 644(5) COMPANIES ACT 2006 (the "2006 ACT") MADE ON 9 JUNE 2009

We, the directors named below (being all the directors of the Company as at the date of this statement), confirm that the solvency statement made by each of us on 9 June 2009 under section 643 of the 2006 Act for the purposes of section 642 of the 2006 Act:

- (i) was made not more than 15 days before the date on which the written resolution reducing the share capital (the "Resolution") was passed; and
- (ii) was provided to every eligible member at or before the time that the Resolution was sent to them, in accordance with section 642(2) of the 2006 Act.

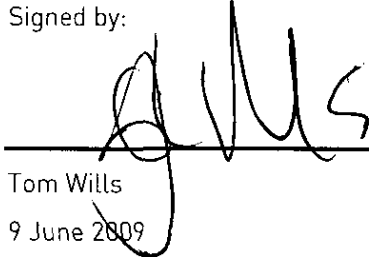
Signed by:



E Henry Klotz

9 June 2009

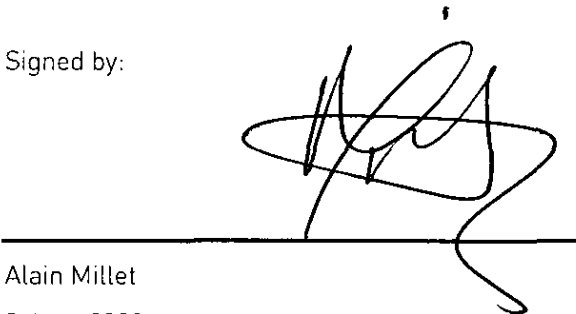
Signed by:



Tom Wills

9 June 2009

Signed by:



Alain Millet

9 June 2009

