

Company No. 03349884

THE COMPANIES ACTS 1985 TO 2006
PRIVATE COMPANY LIMITED BY SHARES

TUESDAY



LD1 *L3MDJ83U* #98
 09/12/2014
 COMPANIES HOUSE

VIRGIN MOBILE USA HOLDINGS LIMITED

Solvency statement made on 8 December 2014 in accordance with s.643 Companies Act 2006 in support of a resolution for the reduction of share capital of Virgin Mobile USA Holdings Limited (the "Company")

We, being all of the directors of the Company at the date of this statement, having taken account of all of the Company's liabilities (including any contingent or prospective liabilities), have formed the opinion that

- 1 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
- 2 there being no intention to commence the winding up of the Company within 12 months of the date of this statement, 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

This solvency statement is made by us for the purposes of s 642 Companies Act 2006 in our capacity as directors of the Company and without personal liability. This statement is not intended to be, nor may it be, relied upon as a representation made to any member or creditor (or prospective member or creditor) of the Company

Nicholas Fox

8 DECEMBER 2014

Date

Robert Blok

8 DECEMBER 2014

Date

Ian Woods

8 DECEMBER 2014

Date