OLD MUTUAL FINANCIAL SERVICES (UK) LIMITED

Company No: 3456361

Companies Act 2006

Statement by the Directors (Pursuant to Section 644(5) of the Companies Act 2006)

Further to the Special Resolution being passed on 8 June 2009 approving the Reduction of Capital of the Company, the directors confirm that:

- (a) the Solvency Statement presented to the members was made not more than 15 days before the date on which the Special Resolution was passed, and
- (b) the Solvency Statement was provided to the members in accordance with s642(2) of the Companies Act 2006.

Nicholas Albert Bicket

Martin Charles Murray

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A41 24/06/2009 92
COMPANIES HOUSE