

22 November 2012

Registrar of Companies
Companies House
Crown Way
Cardiff
CF14 3UZ

FRIDAY



A40 *A1MS4PWP* #22
30/11/2012
COMPANIES HOUSE

Dear Sirs

AMEC Canada European Holdings Limited – 3571109

Statement of directors given under section 644(5) of the Companies Act 2006 (the "Act")

We are writing in connection with the special resolution of the Company passed by way of written resolution on 22 November 2012 reducing the capital of the Company (the "Special Resolution")

We confirm that the solvency statement dated 22 November 2012 and prepared in respect of the proposed reduction of capital (a copy of which is attached for filing under separate cover)

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

This statement, signed by all of the directors of the Company as at the date hereof, is given for the purpose of section 644(5) of the Act

Signed by



C L Fidler



K A Hand – representing AMEC Nominees Limited

AMEC Canada European Holdings Limited

Registered office
Booths Park
Chelford Road
Knutsford
Cheshire
WA16 8QZ
Registered in England no 3571109