

Statement to comply with Section 644(5) Companies Act 2006

365 MEDIA LIMITED: Company Number 03905668 (the "Company")

Introduction

We refer to the written resolution of the sole shareholder of the Company dated **28 October** 2009 (a copy of which accompanies this statement) (the "Written Resolution") which approved the cancellation and extinguishment of 1,254,400 issued ordinary shares of £1 each and the consequent reduction in the Company's share capital (the "Reduction of Capital").

Statement by the directors

We,
David Gormley; and
Christopher Taylor,

being all the directors of the Company as at the date of this statement, confirm that the statement of solvency made by each of us on **28 October** 2009 in relation to the Reduction of Capital (a copy of which accompanies this statement) (i) was made less than 15 days before the date on which the Written Resolution was passed and (ii) was provided to the Company's sole shareholder at the same time as the proposed Written Resolution was sent to the sole shareholder.

Signed by:

D. Gormley

DAVID GORMLEY

Date

28 October 2009

C. Taylor

CHRISTOPHER TAYLOR

Date

28 October 2009

FRIDAY



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30/10/2009

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COMPANIES HOUSE

