

**BUPA HOME HEALTHCARE GROUP LIMITED**

**Company Number. 04813070 (the "Company")**

**SOLVENCY STATEMENT OF THE BOARD OF DIRECTORS (the "Board")**

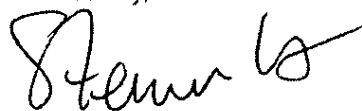
made on 7 December 2011

- 1 This solvency statement is made pursuant to section 642 of the Companies Act 2006 in the form as prescribed by The Companies (Reduction of Share Capital) Order 2008 and Section 643 of the Companies Act 2006
- 2 We, being each of the directors of the Company, have formed the opinion
  - (A) as regards the Company's situation at the date of this statement, that there is no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts, and
  - (B) that the Company will be able to pay (or otherwise discharge) its debts in full within twelve months of the commencement of the winding up
- 3 In forming these opinions, the directors have taken into account all of the Company's liabilities (including any contingent or prospective liabilities)

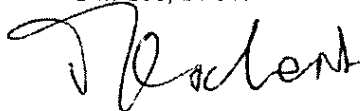
Signed



N T Beazley, Director

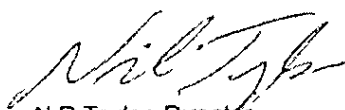


S M Los, Director



M A Merchant, Director

M Ellerby, Director



N R Taylor, Director

S D Flanagan, Director

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M Ellerby, Director

S M Los, Director

N R Taylor, Director

M A Merchant, Director

  
S D Flanagan, Director

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N R Taylor, Director

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S D Flanagan, Director