Company No. 04919996

EME DISTRIBUTION NO. 2 LIMITED

DIRECTORS' STATEMENT

Statement of the directors of EME Distribution No 2 Limited (the *Company*) made for the purposes of section 644(5) of the Companies Act 2006

On 26 November 2013, the Company passed a written resolution to reduce its share capital (the *Written Resolution*) The Written Resolution was supported by a solvency statement made by the Company's directors on 26 November 2013 (the *Solvency Statement*) pursuant to section 641 to 644 of the Companies Act 2006

We, being all of the directors of the Company as at the date of this statement, confirm, for the purposes of section 644(5) of the Companies Act 2006, that the Solvency Statement was

- (a) made not more than 15 days before the date on which the Written Resolution was passed, and
- (b) provided to every eligible member of the Company in accordance with section 642(2) of the Companies Act 2006

This directors' statement may be signed by the directors of the Company in any number of counterparts, all of which when taken together will constitute one directors' statement

Signed by

Fiona Scott Stark

Date 26 November 2013

Deborah Gandley

Date 26 November 2013

René Matthies

Date 26 November 2013

L2M3BVBD

28/11/2013 COMPANIES HOUSE

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