

SMART & COOK HOLDINGS LIMITED (the "Company")

Company No. 4950508

**STATEMENT UNDER SECTION 644(5) OF THE COMPANIES ACT 2006 (the "CA 2006")
DATED 28TH DECEMBER 2012**

We, the directors named below (being all the directors of the Company as at the date of this statement), hereby confirm that the solvency statement made on 28TH DECEMBER 2012 under section 643 of the CA 2006 for the purposes of section 642 of the CA 2006 (a copy of which is attached) was -

- 1 made not more than 15 days before the date on which the special resolutions to reduce the share capital and cancel the amount standing to the credit of the share premium account of the Company were passed by Bluefin Insurance Group Limited, being the sole shareholder in the Company entitled to vote on the special resolutions, and
- 2 provided to Bluefin Insurance Group Limited in accordance with section 642(2) of the CA 2006

Signed by -



Bean, Jean Ann
Director



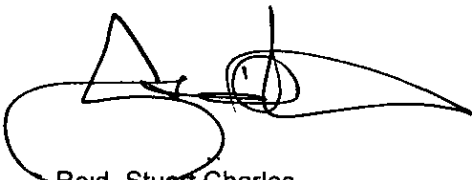
Bruce, Michael Andrew
Director



Organ, Robert Charles William
Director



Parsons, Andrew Kenneth
Director



Reid, Stuart Charles
Director

Dated 28TH DECEMBER 2012

