

SUN CP NEWTOPCO LIMITED

("Company")

DIRECTORS' STATEMENT OF SOLVENCY

(for the purposes of section 642 of the Companies Act 2006)

It is proposed that the Company effects a reduction of capital supported by a solvency statement pursuant to section 642 of the Companies Act 2006 ("**Proposed Reduction**") by reducing (with no return to shareholders) the Company's share capital by a reduction of the nominal value of each share in the capital of the Company, whether issued or unissued.

We, Malcolm Ronald France, Martin Peter Dalby, Anthony Martin Robinson, Joseph Patrick Baratta, Chad Rustan Pike, Andrea Valeri and Peter Huston Stoll, being all the directors of the Company, make the following statements in relation to the Proposed Reduction for the purposes of section 642 of the Companies Act 2006:

1. we have each formed the opinion, as regards the Company's situation at the date of this statement, that there is no ground on which the Company could then be found to be unable to pay (or otherwise discharge) its debts; and
2. we have each formed the opinion that the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of this statement; and
3. in forming these opinions, we have each taken into account all of the Company's liabilities (including any contingent or prospective liabilities) as required by section 643(2) of the Companies Act 2006.

Made and signed on 14 April 2009 by each of the above named directors of the Company:

MALCOLM RONALD FRANCE:

) Signature

MARTIN PETER DALBY:

) Signature

ANTHONY MARTIN ROBINSON

) Signature

JOSEPH PATRICK BARATTA

) Signature

CHAD RUSTAN PIKE

) Signature

ANDREA VALERI

) Signature

PETER HUSTON STOLL

) Signature



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ANTHONY MARTIN ROBINSON) Signature
JOSEPH PATRICK BARATTA) Signature
CHAD RUSTAN PIKE) Signature
ANDREA VALERI) Signature
PETER HUSTON STOLL) Signature