

**QC Holdings Limited (the Company)**

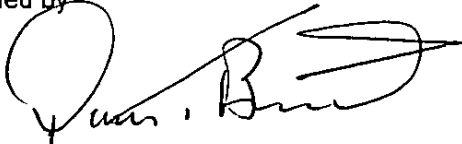
**Company number: 5647878**

**Statement of compliance under section 644(5) of the Companies Act 2006 (the 2006 Act)  
concerning special resolution dated 24 March 2011 for reducing the Company's share capital  
(the Capital Reduction Resolution)**

We, the directors named below (being all the directors of the Company as at the date of this statement), confirm that the statement of the directors dated 24 March 2011 of the solvency of the Company in accordance with section 643 of the 2006 Act was

- (a) made not more than 15 days before the date on which the Capital Reduction Resolution was passed, and
- (b) provided to members in accordance with section 642(2) of the 2006 Act

Signed by



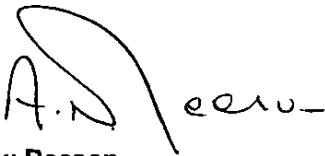
**James Thomson Brown**

Date 24 March 2011



**Bernard Anscomb**

Date 24 March 2011



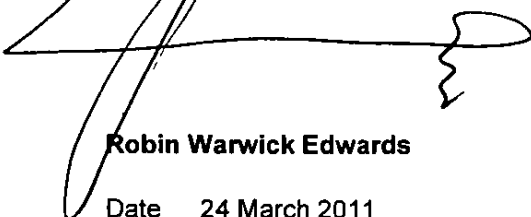
**Andrew Beeson**

Date 24 March 2011



**Guy Smith Bingham**

Date 24 March 2011



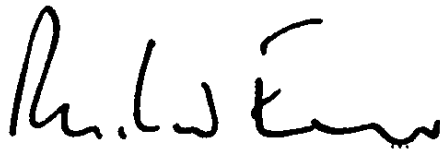
**Robin Warwick Edwards**

Date 24 March 2011

WEDNESDAY

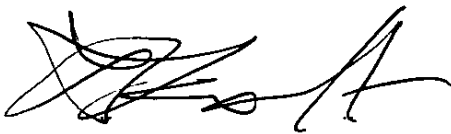


RM \*RPRBOT21\* 433  
06/04/2011  
COMPANIES HOUSE



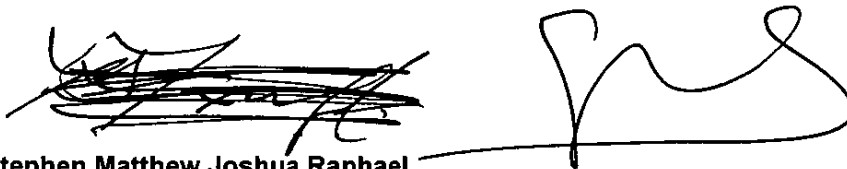
**Peter Richard Ensor**

Date 24 March 2011



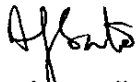
**Toby Foxcroft**

Date 24 March 2011



**Stephen Matthew Joshua Raphael**

Date 24 March 2011



**Amanda Jacqueline Sater**

Date 24 March 2011



**Jo Sinclair**

Date 24 March 2011



**David Mark Norman**

Date 24 March 2011

A handwritten signature in black ink, appearing to read 'David Jackson', enclosed within a large, loopy oval shape.

David Jackson

Date 24 March 2011