

Company number: 05837446

**BIBBY FINANCE 1 LIMITED
("Company")**

**THE COMPANIES ACT 2006 ("Act")
STATEMENT OF COMPLIANCE BY THE DIRECTORS OF
THE COMPANY
UNDER SECTION 644(5) OF THE ACT**

To: The Registrar of Companies

- 1 We the undersigned, being all the directors of the Company, make this statement for the purposes of section 644(5) of the Act in relation to
- 1.1 the special resolution for the reduction of the Company's share capital ("**Resolution**") passed on **6 JULY** 2011, and
- 1.2 the solvency statement ("**Solvency Statement**") dated **6 JULY** 2011 and made by us in support of the Resolution
- 2 For the purposes of section 644(5) of the Act we confirm that
- 2.1 the Solvency Statement was made not more than 15 days before the date on which the Resolution was passed, and
- 2.2 in accordance with section 642(2) of the Act, the Solvency Statement was sent or submitted to every eligible member at or before the time at which the proposed Resolution was sent or submitted to him

This statement is made on **6 JULY** 2011


Ian Downing


Jonathan Haymer

