STATEMENT THAT SOLVENCY STATEMENT PROPERLY MADE

NORTHERN & SHELL FINANCING NO 2 LIMITED (company number 7100894) (the "Company")

This is a statement for the purposes of section 644(5) of the Companies Act 2006 (the "Act")

We, the undersigned, being all the directors of the Company, hereby state that the solvency statement dated $\frac{12}{2}$ April 2010 and made for the purposes of section 642 of the Act was

- made not more than 15 days before the date on which the resolution for the capital reduction was passed, being /2 April 2010, and
- provided to members in accordance with section 642(2) of the Act in that a copy of the solvency statement complying with section 643 of the Act was sent to or submitted to every eligible member at or before the time at which the proposed resolution was sent or submitted to the relevant member

Date /2 April 2010

Robert Sanderson

Martin Ellice

LQGQVJ4Z 13/04/2010 COMPANIES HOUSE