

STATEMENT OF COMPLIANCE BY THE DIRECTORS IN RELATION TO A REDUCTION OF CAPITAL FOR THE PURPOSES OF SECTION 644 OF THE COMPANIES ACT 2006

DATED: July 15th 2010

Company Name:
("the Company") STELLA MCCARTNEY LTD
We:

Company Number:
04169969

ALEXIS BABEAU of 13 BOULEVARD DE LA SAUSSAYE 92200 NEUILLY SUR SEINE FRANCE

STELLA NINA MCCARTNEY of 1 SOHO SQUARE, LONDON W1D 3PT

HELEN NEWMAN of 90 HIGH HOLBORN, LONDON, UNITED KINGDOM WC1V 6XX

ROBERT POLET of 53 ST JAMES GARDEN, LONDON W11 4RA

CHERYL ANN SOLOMON of 29 ECCLESTON SQUARE, LONDON SW1V 1NZ

ALASDHAIR JAMES STEWART WILLIS of 100 WESTBOURNE PARK ROAD, LONDON W2 5PL



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COMPANIES HOUSE

TUESDAY

being all of the directors for the time being of the Company do hereby solemnly and sincerely state as follows:

1. That the Company has passed a Special Resolution for a reduction of capital pursuant to the provisions of Sections 642-644 of the Companies Act 2006
2. That the Special Resolution for the reduction of capital was passed on [date] 15 July 2010
3. That the Solvency Statement in connection with the reduction of capital made by the directors pursuant to the provision of Section 643 of the Companies Act 2006:
 - a) was made not more than 15 days before the date on which the resolution for the reduction of capital was passed; and
 - b) was provided to the members of the Company in accordance with the provisions of Section 642(2) of the Companies Act 2006.

Signed

ALEXIS BABEAU

Signed:

Date:

July 15, 2010

STELLA NINA MCCARTNEY

Signed:

Date:

July 15th 2010.

HELEN NEWMAN

Signed:

Date:

July 15 2010

ROBERT POLET

Signed:

Date:

July 15 2010

CHERYL ANN SOLOMON

Signed:

Date:

July 15, 2010

ALASDHAIR JAMES STEWART WILLIS

Signed:

Date:

July 15 2010 .

Presenter name and address:

Deloitte LLP, Global House, High Street, Crawley, West Sussex RH10 1DL