

Statement to comply with Section 644(5) Companies Act 2006
GUINNESS PEAT GROUP UK LIMITED
Company number 4981845
(the "Company")

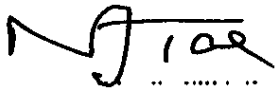
We refer to the written resolution of the shareholder of the company dated 11 October 2012 (a copy of which accompanies this statement) (the "Written Resolution") which approved the reduction in the nominal value of the Company's existing ordinary shares, cancellation of the share premium reserve of the Company and the consequent reduction in the company's share capital (the "Reduction of Capital")

Statement by the directors

We,
James Richard Russell,
Nicholas James Tarn,

being all of the directors of the Company as at the date of this statement confirm that the statement of solvency made by each of us on 26 September 2012 in relation to the Reduction of Capital (a copy of which accompanies this statement) (i) was made less than 15 days before the date on which the Written Resolution was passed and (ii) was provided in accordance with section 642(2) of the Companies Act 2006 to the Company's shareholders at the same time as the proposed Written Resolution was sent to the shareholder

Signed



N J Tarn

Signed



J R Russell

Date

..... 11/10/12

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23/11/2012
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