

Company number: SC029721

PRIVATE COMPANY LIMITED BY SHARES

STATEMENT MADE PURSUANT TO
SECTION 644 OF THE COMPANIES ACT 2006

of

H.D. HARDIE & COMPANY LIMITED
(the "Company")

We, the directors named below (being all the directors of the Company as at the date of this statement) hereby confirm as follows:

1. the attached solvency statement was made in accordance with section 643 of the Companies Act 2006 ("Act") and made for the purposes of section 642 of the Act ("Solvency Statement") on **23 APRIL** 2012;
2. the Statement was made not more than 15 days before the date on which the attached special resolutions to reduce the Company's share capital and cancel the share premium account and capital redemption reserve ("Special Resolutions") were passed. The Special Resolutions were passed on _____ 2012; and
3. the Special Resolutions were passed by way of written resolution and, in accordance with Section 642(2) of the Act, a copy of the Solvency Statement was submitted to every eligible member at the same time at which the Special Resolutions were submitted to him.

Stuart Lowe

STUART LOWE
DIRECTOR

P. Thornton

PETER THORNTON
DIRECTOR

Date: *23 April '12*

Date: *23/04/12.*

THURSDAY



S17NH3JL

SCT

26/04/2012

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COMPANIES HOUSE