

**Statement to comply with Section 644(5) of the Companies Act 2006**  
**GROUP 4 SECURICOR FINANCE LIMITED**  
**(Company Number: 5583768)**  
**(the "Company")**

04 December 2009

Introduction

We refer to the written resolution of the sole shareholder of the Company dated 04 December 2009 (a copy of which accompanies this statement) (the "**Written Resolution**") which approved the cancellation of £376,999,990 comprising 376,999,990 existing issued ordinary shares of £1.00 each in the capital of the Company.

Statement by the directors

We,  
Peter David;  
Nigel Stancliffe; and  
Nigel Youngman

being all the directors of the Company as at the date of this statement, confirm that the statement of solvency made by each of us on 04 December 2009 in relation to the Reduction of Capital (a copy of which accompanies this statement): (i) was made not more than 15 days before the date on which the Written Resolution was passed; and (ii) was provided to the Company's sole shareholder at the same time as the proposed Written Resolution was sent to the sole shareholder.

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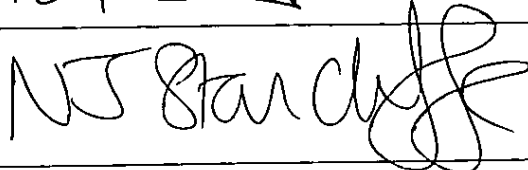


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COMPANIES HOUSE

Name of Director:	Signature:
Peter David	
Nigel Stancliffe	
Nigel Youngman	