

Declaration of Solvency (Form No.12)

(S 256 of the Companies Act, 1963 as substituted by S 128 of the Companies Act, 1990)

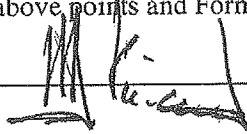
Checklist:- Please read carefully and sign at the end –

Company Number 289965

1. The names and residential addresses of the directors must be entered on Page 2 of the Declaration.
2. If the directors making the Declaration, are **all** of the directors of the company, strike out 'majority' on page 2. If the directors making the Declaration are the **majority** of the directors of the company strike out 'all' on Page 2.
3. Every director making the Declaration must sign it at the bottom right hand side of Page 2, and sign the Statement of Assets and Liabilities at the end of Page 3.
4. The Statement of Assets and Liabilities attached to the Declaration and marked with the letter 'A,' must be made as at a date not more than **3 months** before the date the Declaration is signed before the Commissioner for Oaths.
5. The Report of the Independent person pursuant to Section 128(4) of the Companies Act, 1990 marked with this letter 'B' must also be attached to the Declaration duly dated after the swearing of the Declaration.
6. The Statement, by the Independent person, pursuant to Section 128(2)(d) of the Companies Act, 1990 "that he has given and has not withdrawn his written consent to the issue of the Declaration with the report attached thereto" marked with the letter 'C' must be attached to the Declaration, dated after the swearing of the Declaration.
7. The Declaration of Solvency shall have no effect unless it is made within 28 days immediately **preceding** the date of the passing of the Resolution of the Company to wind up.
8. If the Declaration is made and the Resolution to wind up is passed on the same day, the times of both must be given.
9. The Declaration must be delivered for registration either before, on or the same day as, the Resolution to wind up is delivered.
10. Note that the date effective of a Declaration of Solvency is the date that the Declaration is signed before the Commissioner for Oaths (or equivalent).
11. The Form No. 12 must be accompanied by a **€15.00** registration fee.

I have noted all the above points and Form No. 12 has been completed accordingly.

Signed: _____



Presenter/Director/Secretary/Officer ~~on~~ behalf of the company.

The Public Office is at 14 Parnell Square, Dublin 1.

If sending by post, please enclose a €15.00 registration fee with the Form No. 12 and address the envelope to:
Companies Registration Office, O'Brien Road, Carlow, County Carlow

N.B. The Companies Office accepts no responsibility for ineffective Declarations filed. An ineffective declaration can mean that the liquidation becomes a creditors liquidation, where a resolution to wind up has already been passed. Only application to the High Court can rectify the situation. Therefore it is very important to file the declaration of solvency correctly.

Form No. 12 has been pre-checked by: _____

Solvency Section

COMPANY NUMBER 289965

Form NO. 12(E1)

DECLARATION OF SOLVENCY

THE COMPANIES ACT, 1963 - 2006

MEMBERS' VOLUNTARY WINDING-UP

DECLARATION OF SOLVENCY EMBODYING A STATEMENT OF ASSETS AND
LIABILITIES AND REPORT AND STATEMENT
OF AN INDEPENDENT PERSON

Pursuant to Section 256, Companies Act, 1963, as amended
by Section 128 of the Companies Act, 1990, and Rule 139,
Rules of the Superior Courts, 1986
(Form No. 47 Appendix M)

Insert the
Name
of the
Company: InvestmentPlus Public Limited Company

Note:- To be effective the Declaration of Solvency must be made within the 28 days immediately preceding the date of the passing of the resolution for winding-up the Company and delivered to the Registrar of Companies not later than the date of the delivery to the Registrar in accordance with the provisions of Section 143 of a copy of the resolution for the winding-up of the Company.

Presented by ,
Address ,
[].

Telephone Number 01-[]

Reference []

Give names and addresses of directors making the declaration

We

Dr. T P Hardiman, of 154 Stillorgan Road, Donnybrook, Dublin 4, Republic of Ireland;

Mr. A J E Masterson, of 57 Herbert Lane, Dublin 2, Republic of Ireland;

Mr. M G Moloney, of 118 Howth Rd, Sutton, Dublin 13, Republic of Ireland;

Mr. H A Vincent, of High Leigh, Mount Road, Landsown Bath, BA1 SPW, UK; and

Mr. D J Carrington, Caragh Lodge, Church Lane, Teddington, Tewkesbury, GL20 8TT

Strike out that which does not apply

(Insert a period of months not exceeding "A" twelve
(+) This should be the latest practicable date (normally not more than three months) before the making of the declaration*

being the all of the directors of InvestmentPlus Public Limited Company do solemnly and sincerely declare that we have made a full enquiry into the affairs of the Company, and that, having done so, we have formed the opinion that this Company will be able to pay its debts in full within a period of twelve months, from the commencement of the winding-up, and we refer to a statement of the company's assets and liabilities as at September 15, 2008 upon each page of which statement marked with the letter "A" we have signed our respective names before making this declaration. And we attach hereto marked with the letter "B" report of the independent person referred to in Section 256 of the Companies Act, 1963 as required by Sub-Section 2(c) of that Section together with a statement marked with the letter "C" from that independent person that he has given and not withdrawn his written consent to the issue of the declaration with the report as required by Sub-Section 2(d) of that Section.

And we make this solemn declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act, 1938.

Declared before me by

Signatures

T. P. Hardiman
[Signature]
[Signature]
A. J. E. Masterson

who are personally known to me (or are identified to me by

who is personally known to me) at *[Signature]* this *[Signature]* day of *[Signature]*

[Signature]
Commissioner for Oaths

[Signature]
[Signature]

"A"

Statement as at September 15, 2008, showing Assets at estimated realisable values and liabilities expected to rank

Assets and Liabilities	Estimated to Realise or to rank for payment to nearest)
ASSETS:-	£
Balance at Bank	20,570
Cash in hand	-
Marketable Securities	13,517,582
Bills Receivable	-
Trade Debtors	694,543
Loans and Advances	4,710
Unpaid Calls	-
Stock in Trade	-
Work in Progress	-
Freehold Property	-
Leasehold Property	-
Plant and Machinery	-
Motor Cars and Lorries	-
Furniture, Fittings, Utensils, etc	-
Patents, Trademarks etc	-
Investments other than marketable securities	-
Other property viz:	-
Estimated realisable value of Assets	£14,237,405
LIABILITIES:-	£
Secured on specific assets, viz:-	
Bank overdraft and interest payable	(4,690,457)
Secured by Floating Charge(s)	-
Estimated Cost of Liquidation and other expenses including interest accruing until payment of debts in full	-
Unsecured Creditors (amount estimated to rank for payment)	-
Trade Accounts	-
Bills payable	-
Accrued Expenses	(72,854)
Other Liabilities:-	(247)
Contingent Liabilities:-	-
Estimated Surplus after paying Debts in full	£9,473,847

Signed: T. P. Hardiman

Signed: [Signature]

Signed: [Signature]

Signed: [Signature]

Signed: [Signature]

Time: 1.15 pm.

"B"

Report of Grant Thornton, Chartered Accountants & Registered Auditors, an independent person within the meaning of Section 256 of the Companies Act, 1963, made on 15 October 2008.

We have examined the statement of assets and liabilities of InvestmentPlus Private Limited Company as at 15 September 2008 which forms part of the statutory declaration of solvency made by the directors on 14 October 2008.

Basis of opinion

The scope of our work for the purpose of this report was limited to confirming that:

- (i) the statement of the company's assets and liabilities as at 15 September 2008; and
- (ii) the opinion of the directors that the company will be able to pay its debts in full within the period specified in the statutory declaration of solvency are reasonable.

Opinion

In our opinion, and to the best of our information and according to the explanations given to us, the statement of the company's assets and liabilities at 15 September 2008 and the opinion of the directors that the company will be able to pay its debts in full within the stated period are reasonable.



Grant Thornton

Chartered Accountants &
Registered Auditors

Date: 14 October 2008

Time: 14:55

This Report must be signed after the swearing of the Declaration and within 14 days of the swearing.

"C"

We, Grant Thornton, Chartered Accountants & Registered Auditors, an independent person within the meaning of Section 256 of the Companies Act, 1963 being the author of the attached report have given and not withdrawn our written consent to the issue of the declaration with the report attached.



Grant Thornton

Chartered Accountants &
Registered Auditors

Date: 14 October 2008

Time: 14:55

This part must be signed after the swearing of the Declaration.