

Companies House

for the record

Please complete in typescript, or in bold black capitals.
CHFP000

Company Number

FEE ST PAID 700168

COMPANIES HOUSE

53

Application by a public company for re-registration as a private company

00030733

Company Name in full

NOVA HOLDINGS (SALISBURY) P.L.C.

applies to be re-registered as a private company by the name of:

 Please insert name of company amended to make it appropriate for this company as a private limited.

NOVA HOLDINGS (SALISBURY) LIMITED

and for that purpose delivers the following documents for registration:

Please delete if previously presented for registration.

- 1.[©] [A copy of the Special Resolution that the company be re-registered as a private company]
- A printed copy of the memorandum and articles as altered by the Special Resolution that the company be re-registered as a private company.

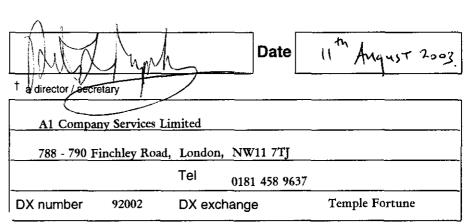
Signed

† Please delete as appropriate.

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.



Form revised July 1998



When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff for companies registered in England and Wales

r companies registered in England and .

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh



Our Ref:

AS2/MH/SFR/Z18039E

Date:

Your Ref: 15 August 2003

The Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ

7/10 Chandos Street, Cavendish Square London W1G 9DQ

Tel: 020 7447 9000 Fax: 020 7447 9001 E-mail: excellence@simmonsgainsford.co.uk Web: www.simmonsgainsford.co.uk

Dear Sir

We act as Auditors to Nova Holdings (Salisbury) Plc. which wishes to re-register as a Private Limited Company to

Nova Holdings (Salisbury) Limited

We confirm to you that the holders of at least 95% of the voting rights in the Company who were entitled to vote at the Extraordinary General Meeting held on 11 August 2003 in order to enact the re-registration did so vote in favour of the reregistration.

Therefore, the provisions of Section 54 Companies Act 1985 will not be relevant and we should be grateful if you could kindly process the application for re-registration without waiting the twenty-eight days required by Section 54.

Yours faithfully

Simmons Gainsford LLP

SIMMONS GAINSFORD LLP