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COMPANIES FORM No. 122

Notice of consolidation, division, sub-division, redemption or cancellation of shares, or conversion, re-conversion of stock into shares

122

CHA 116

Please do not
write in
this margin

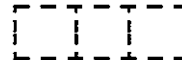
Pursuant to section 122 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

Please complete
legibly, preferably
in black type, or
bold block lettering



61880

Name of company

* WALKER GREENBANK PLC

* insert full name
of company

gives notice that:

- (i) £24,499,952.40 of the existing authorised but unissued ordinary share capital has been consolidated and sub-divided into 119,736,609 undesignated shares of 20 6/13 pence each and one unclassified share of the nominal amount of the fraction so remaining;
- (ii) each ordinary share of 15 pence and each undesignated share of 20 6/13 pence has been consolidated into one share of 35 6/13 pence;
- (iii) each share of 35 6/13 pence resulting from the consolidation in (ii) above has been sub-divided into one share of 35 pence and one share of 6/13 pence;
- (iv) each share of 6/13 pence resulting from the consolidation and sub-division in (ii) and (iii) above has been sub-divided into 6 shares of 1/13 pence each;
- (v) every 13 shares of 1/13 pence each resulting from such further sub-division in (iv) above has been consolidated into one share of 1 pence;
- (vi) 2,000,000 authorised but unissued ordinary shares of 15 pence each have been sub-divided into 30,000,000 shares of 1 pence each; and

CONTINUED

† Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed

Designation†

Director

Date

2/9/98

Presentor's name address and
reference (if any):

Cameron McKenna
Merchants House North
Wapping Road
Bristol

BS1 4RW

For official Use

General Section



G

COMPANIES FORM No. 122 (Continued)

Notice of consolidation, division, sub-division, redemption or cancellation of shares, or conversion, re-conversion of stock into shares

122

CHA 116

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Pursuant to section 122 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

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[] [] [] [] [] []

61880

Name of company

* WALKER GREENBANK PLC

* insert full name
of company

gives notice that:

CONTINUED

(vii) the whole of the authorised but unissued share capital of the Company, other than the 30,000,000 shares of 1 pence each in (vi) above, has been cancelled.

† Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed



Designation†

DIRECTOR

Date

2/9/98

Presenter's name address and
reference (if any):
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Merchants House North
Wapping Road
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General Section