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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

Please do not
write in
this margin

Pursuant to section 122 of the Companies Act 1985

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

*Insert full name
of company

To the Registrar of Companies

For official use Company number

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2044326

Name of company

*** ENERGY COST ADVSIORS LIMITED**

gives notice that:

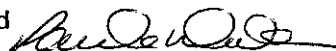
its authorised share capital of £100,000 divided into 100,000 Ordinary Shares of £1 each has been sub-divided and reclassified as follows:-

The present share capital is £100,000 divided into 750,000 'A' ordinary shares and 250,000 redeemable non-voting 'B' ordinary shares all of 10p each. The shares of the said classes shall rank pari passu for participation in the profits and assets of the company and in all other respects save that the redeemable non-voting 'B' ordinary shares shall not entitle the holders to receive notice of or to attend or vote at any general meeting and shall be redeemable at par by the Company, at its option, in the event that the holder of the redeemable non-voting 'B' ordinary shares ceases to be an employee of the Company. Upon the Company giving notice in writing to a holder of redeemable non-voting 'B' ordinary shares that it intends to redeem the said shares, the holder of those shares shall be bound to deliver up the relevant share certificate to the Company which shall then pay to him the sum due on redemption.

The 5,500 ordinary shares currently in issue have been redesignated as 'A' ordinary shares.

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

Signed



Designation†

COMPANY SECRETARY

Date

11-01-2002

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

Keeble Hawson
Old Cathedral Vicarage
St James' Row
Sheffield S1 1XA
DX 10527 Sheffield 1

For official use
General Section

Post room



A11
COMPANIES HOUSE

0145
17/01/02