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IN THE HIGH COURT OF JUSTICE

No. 005169 of 2004

CHANCERY DIVISION
COMPANIES COURT
MR REGISTRAR SIMMONDS

WEDNESDAY 15 SEPTEMBER 2004



IN THE MATTER OF CARGILL FINANCIAL MARKETS PLC

-and-

IN THE MATTER OF THE COMPANIES ACT 1985



UPON THE PETITION of the above named Cargill Financial Markets PLC whose registered office is at Knowle Hill Park, Fairmile Lane, Cobham, Surrey, KT11 2PD on 16 August 2004 presented unto this Court

AND UPON HEARING Counsel for the Company

AND UPON READING the Petition and the evidence

IT IS ORDERED that the provisions of section 136(3)-(5) of the Companies Act 1985 shall not apply in respect of any class of creditor of the Company

AND IT IS ORDERED that the reduction of capital of the Company resolved on and effected by a Special Resolution of the Company be and the same is hereby confirmed in accordance with the provisions of the above mentioned Act.



AND THE MINUTE set out in the Schedule hereto be approved

AND IT IS ORDERED that this Order be produced to the Registrar of Companies and that an office copy hereof be delivered to him together with a copy of the Minute

AND IT IS ORDERED that notice of the registration by the Registrar of Companies of this Order and of the said Minute be published once in *The Times* newspaper within 21 days after such registration.

SCHEDULE

The Minute Referred to Above

"The share capital of Cargill Financial Markets Plc was by virtue of a special resolution and with the sanction of an order of the High Court of Justice dated 15 September 2004 reduced from US\$500,000,000 and £50,000 divided into 250,000,000 Ordinary Shares of US\$1 each, 250,000,000 Preferred Ordinary Shares of US\$1 each and 50,000 Ordinary Shares of £1 each to US\$346,000,000 and £50,000 divided into 171,000,000 Ordinary Shares of US\$1 each, 175,000,000 Preferred Ordinary Shares of US\$1 each and 50,000 Ordinary Shares of £1 each. As at the date of the registration of this Minute, 107,305,000 such Ordinary Shares of US\$1 each and all such Ordinary Shares of £1 each are in issue and fully paid up and the remainder are unissued."



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MARKETS LIMITED**

AND

**IN THE MATTER OF
THE COMPANIES ACT 1985**

ORDER

**MUNDAYS
CEDAR HOUSE
78 PORTSMOUTH ROAD
COBHAM
SURREY KT11 1AN**

SOLICITOR TO THE PETITIONER