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CHFP029

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

To the Registrar of Companies
(Address overleaf)

For official use

Company number

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2585763

Name of company

* General Mobile Corporation Limited

* insert full name
of company

gives notice that:

By a written resolution dated 16 December 2003 it was resolved:

1. THAT the share capital of the Company be altered by:

1.1 the cancellation of the 195,705,450 'C' Ordinary Shares of 10p each in the capital of the Company which have not been issued or agreed to be issued at the date of this resolution so that the authorised shares capital of the Company is reduced by £19,570,545 to £98,629,455.

1.2 the re-designation of each of the 26,952,970 'A' Ordinary Shares of £1.00 each as Ordinary Shares each and ranking pari passu with the existing Ordinary Shares in capital of the Company.

1.3 the re-designation of each of the 13,476,485 'B' Ordinary Shares of £1.00 each as Ordinary Shares each and ranking pari passu with the existing Ordinary Shares in capital of the Company.

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

Signed



Designation †

SECRETARY

Date 23 Dec 2003

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

P R S Howie, VGSL
Vodafone House, The
Connection, Newbury
Berkshire RG14 2FN

Tel: 01635 33521

For official Use (02-00)
Mortgage Section

Post Room



A08
COMPANIES HOUSE

0373
30/12/03