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

122

CHFP025

Please do not
write in
this margin

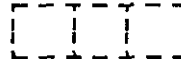
Pursuant to section 122 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf)

For official use

Company number

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



2804863

Name of company

* Software Catalogue plc

* insert full name
of company

gives notice that:

On 31ST MAR 2002 £120,000 Ordinary Shares of £1.00 be redesignated as
£120,000 shares of £0.01 divided into 10,000,000 "A" Shares of £0.01 each
and 2,000,000 "B" Shares of £0.01 each.

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

Signed

Designation[†]

Date

Burkley

CO SEC

31/03/2002

Presentor's name address and
reference (if any):
Morgan Cole
Apex Plaza Commercial
Office
PO Box 2898
Reading
RG1 1GY

For official Use
General Section

Post room



A49
COMPANIES HOUSE

0804
01/05/02