



**CERTIFICATE OF REGISTRATION
OF ORDER OF COURT AND MINUTE
ON
REDUCTION OF CAPITAL**

Company No. **2895991**

Whereas **F&C INCOME GROWTH INVESTMENT TRUST PLC**

having by Special Resolution reduced its capital as confirmed by an Order
of the High Court of Justice, Chancery Division

dated the **4th May 2005**

Now therefore I hereby certify that the said Order and a Minute approved
by the Court were registered pursuant to section 138 of the Companies Act,
1985, on the **5th May 2005**

Given at Companies House, Cardiff the **5th May 2005**



Philip S. submore

An Authorised Officer