

G**Notice of consolidation, division,
sub-division, redemption or
cancellation of shares, or conversion,
re-conversion of stock into shares****122**

CHA 116

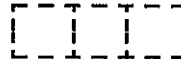
Please do not
write in
this margin

Pursuant to section 122 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

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

2941235

Name of company

* G F BENNETT (HOLDINGS) LIMITED

* insert full name
of company

gives notice that:

by written resolution dated 19 June 1997 the Company altered its authorised share capital as follows:-

1. the 2 issued and 498 unissued "A" Ordinary Shares continue to be designated "A" Ordinary Shares;
2. that 1 issued, and 249 unissued "B" Ordinary Shares continued to be designated "B" Ordinary Shares; and
3. that 1 issued, and 249 unissued "B" Ordinary Shares be re-designated as "C" Ordinary Shares,

each having the rights and being subject to the new Articles of Association of the Company adopted pursuant to a written resolution dated 19 June 1997.

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

Signed

Designation† Director

Date 24-6-97

Presenter's name address and
reference (if any):
Ashurst Morris Crisp
Broadwalk House
5 Appold Street
London EC2A 2HA
Tel: 0171-638 1111
AJC/

For official Use
General Section