

CHWP000

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

3140769

Name of company

* insert full name
of company

* THE RANK GROUP PLC (the Company)

gives notice that:

On 26 April 2006, the Company passed resolutions:

- 1) THAT the 300,000,000 authorised but unissued convertible cumulative redeemable preference shares of 20p each be subdivided and re-designated as 600,000,000 authorised but unissued Ordinary Shares of 10p each; and
- 2) THAT the 5,000 authorised but unissued preference shares of US\$1,000 each be cancelled so as to reduce the authorised share capital of the Company to £180,000,000 divided into 1,800,000,000 Ordinary shares of 10p each.

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

~~Signed~~

Designation \neq COMPANY SECRETARY

Date 26/04/2006

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

For official Use (02/06)
General Section

Post room