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IN THE HIGH COURT OF JUSTICE

No. 2951 of 2002

CHANCERY DIVISION

COMPANIES COURT

MR. REGISTRAR JAQUES

WEDNESDAY 22 MAY 2002

IN THE MATTER OF FRAMLINGTON SECOND DUAL TRUST PLC

-and-

IN THE MATTER OF THE COMPANIES ACT 1985

UPON THE PETITION of the above-named FRAMLINGTON SECOND DUAL TRUST PLC (the "Company") whose registered office is situate at 155 Bishopsgate, London EC2M 3XJ on the 30th day of April 2002 presented to this Court.

AND UPON HEARING Counsel for the Company.

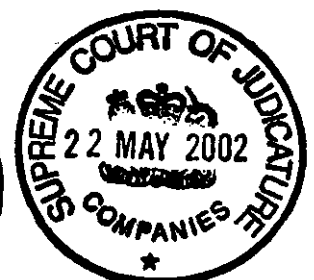
AND UPON READING the said Petition and the evidence.

THIS COURT ORDERS that the reduction of the share premium account of the Company by £60,000,000 resolved on and effected by a Special Resolution passed at an Extraordinary General Meeting of the Company held on 23 April 2002 be and the same is hereby confirmed in accordance with the provisions of the above-mentioned Act.

AND IT IS ORDERED that this Order be produced to the Registrar of Companies and that an Office Copy hereof be delivered to him.

AND IT IS ORDERED that notice of the registration by the Registrar of Companies of this Order be published once in "The Independent" newspaper within 21 days after such registration.

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IN THE MATTER OF
FRAMLINGTON SECOND DUAL
TRUST PLC

AND IN THE MATTER OF THE
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ORDER CONFIRMING REDUCTION
OF SHARE PREMIUM ACCOUNT

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Solicitors for the Company