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COMPANIES FORM No. 123

Notice of increase in nominal capital



CHFP025

Please do not write in this margin Pursuant to section 123 of the Companies Act 1985

MEMEC GROUP HOLDINGS LIMITED

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

*insert full name of company

the copy must be printed or in some other form approved by the registrar To the Registrar of Companies (Address overleaf)

(Address overleaf)

Name of company

3985629

Company number

For official use

gives notice in accordance with section 123 of the above Act that by resolution of the company dated 4 APRIL 2002 the nominal capital of the company has been increased by £ USD\$ 36,000 beyond the registered capital of £ USD\$5,136,021.60

A copy of the resolution authorising the increase is attached. †

The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new shares have been or are to be issued are as follows:

(i) 180,000 "C" ordinary shares of USD\$0.20 each having the rights set out in the articles of association of the Company.

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

Signed 435%

Designation ‡ It red v

Date 4.4.2052

Please tick here if continued overleaf

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

Our ref: London-1/808995 Clifford Chance Limited Liability Partnership 200 Aldersgate Street London EC1A 4JJ For official Use General Section



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