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COMPANIES FORM No. 128(3)

Statement of particulars of variation of rights attached to shares

128(3)

Please do not write in this margin

Pursuant to section 128(3) of the Companies Act 1985

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

For official use

Company number

For official use

229606

Name of company

* BHS plc

* insert full name of company

On 29th SEPTEMBER '98 the rights attached to

§ insert date

Number of Shares	Class(es) of share
400,000	7% CUMULATIVE PREFERENCE STOCK OF £1 EACH

were varied as set out below (otherwise than by amendment of the company's memorandum or articles or by any resolution or agreement to which section 380 of the above Act applies)

"THAT THE £400,000 7% CUMULATIVE PREFERENCE STOCK OF £1 EACH OF THE COMPANY BE CONVERTED INTO 1,600,000 ORDINARY SHARES OF 25PENCE EACH TO RANK PARI PASSU WITH THE EXISTING 240,000,000 ORDINARY SHARES OF 25PENCE EACH.

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

Signed

Designation‡

Date

29/9/98

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

MRS. H. BRAMALL
STOREHOUSE PLC
MARLBORNE HOUSE,
129-137, MARLBORNE RD.
LONDON
NW1 5QD
0171-339-2381

For official Use
General Section

Post room

