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No. 3018 of 2003

IN THE HIGH COURT OF JUSTICE CHANCERY DIVISION BIRMINGHAM DISTRICT REGISTRY

Before His Honour Judge Alistair Norris QC sitting as a Judge of the High Court on Monday 15 December 2003

IN THE MATTER OF MENTMORE PLC

OFFICE COPY.

AND

IN THE MATTER OF THE COMPANIES ACT 1985



ORDER

UPON the Petition of the above-named Mentmore plc whose registered office is at Park House, 14 Pepys Road, London WS20 8NH presented to this Court on 28 November 2003.

AND UPON HEARING Solicitor for the Petitioner.

AND UPON READING the said Petition and evidence.

IT IS ORDERED that the reduction of the Company's share premium account by the sum of £100,000,000 proposed to be effected by the special resolution set out in paragraph 9 of the Petition be confirmed by the Court.

AND THE COURT approves the Minute of Order attached as a Schedule to this Order.

AND IT IS ORDERED that this Order be produced to the Registrar of Companies and an office copy of this Order be delivered to him.

AND IT IS ORDERED that notice of the registration by the Registrar of Companies be published once in "The Times" newspaper within 14 days after such registration.

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COMPANIES HOUSE '6 1/2/6/3

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IN THE MATTER OF MENTMORE PLC

AND

IN THE MATTER OF THE COMPANIES ACT 1985

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MINUTE OF ORDER	

"The share premium account of Mentmore plc was by virtue of a special resolution and with sanction of the High Court of Justice dated 15 December 2003 reduced by £100,000,000."