

863291

IN THE HIGH COURT OF JUSTICE  
CHANCERY DIVISION  
COMPANIES COURT  
REGISTRAR: SIMMONDS  
Wednesday the 4th day of February 2004



No. 90 of 2004



**IN THE MATTER OF FIELDEN & ASHWORTH LIMITED**

**- and -**

**IN THE MATTER OF THE COMPANIES ACT 1985**

UPON THE PETITION of the above-named Fielden & Ashworth Limited (the "**Company**") whose registered office is situate at Fourth Floor, 130 Wilton Road, London SW1V 1LQ presented to this Court in the above matters on 8 January 2004.

AND UPON HEARING Counsel for the Company.

AND UPON READING the Petition and the evidence.

THIS COURT ORDERS that the reduction of the share capital of the Company from £900,000,000 to £400,400,000 resolved on and effected by a Written Resolution dated 6 January 2004 agreed to in accordance with Section 381A of the Companies Act 1985 (as amended) be and the same is hereby confirmed in accordance with the provisions of the above-mentioned Act.

AND THIS COURT APPROVES the Minute set forth in the Schedule attached hereto.

AND IT IS ORDERED:

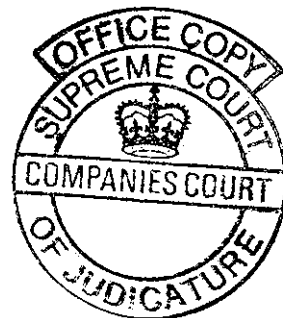
- 1 that this Order be produced to the Registrar of Companies and that an office copy hereof be delivered to him together with a copy of the said Minute; and
- 2 that notice of the registration by the Registrar of Companies of this Order be published once in The Independent newspaper within 21 days after such registration.

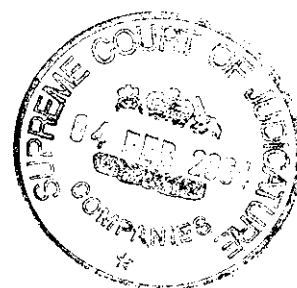
Dated 4 February 2004



### **Schedule**

"The capital of Fielden & Ashworth Limited was by virtue of a Written Resolution agreed to in accordance with Section 381A of the Companies Act 1985 (as amended) and with the sanction of an Order of the High Court of Justice dated 4 February 2004 reduced from £900,000,000 divided into 1,000,000 "A" Shares of £1 each and 899,000,000 "B" Shares of £1 each to £400,400,000 divided into 1,000,000 "A" Shares of £1 each and 399,400,000 "B" Shares of £1 each. At the date of registration of this Minute, 1,000,000 of the said "A" Shares and 236,000,000 of the said "B" Shares have been issued and are deemed to be fully paid up and the remainder are unissued."





**No. 90 of 2004**

**IN THE HIGH COURT OF JUSTICE**  
**CHANCERY DIVISION**  
**COMPANIES COURT**  
**REGISTRAR: SIMMONDS**

**Re: FIELDEN & ASHWORTH LIMITED**

**- and -**

**Re: THE COMPANIES ACT 1985**

---

**ORDER**  
**confirming reduction of**  
**share capital**

---

Linklaters  
One Silk Street  
London EC2Y 8HQ  
Tel: 020 7456 2000  
Fax: 020 7456 2222

Ref: 903164