

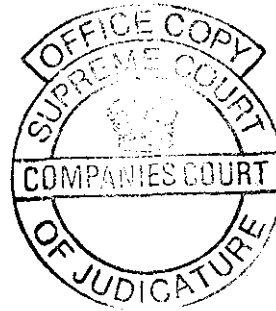
IN THE HIGH COURT OF JUSTICE

No. 4639 of 2002

CHANCERY DIVISION

COMPANIES COURT

**Mr. Registrar Rawson
Wednesday 14 August 2002**



**IN THE MATTER OF FERRERO UK LIMITED
AND IN THE MATTER OF THE COMPANIES ACT 1985**

UPON THE PETITION of the above named Ferrero UK Limited ("the Company") whose registered office is situated at Awberry Court, Hatters Lane, Croxley Business Park, Herts, WD18 8PA on 15 July 2002 preferred unto 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 Capital of the Company by £9,000,000 resolved on and effected by the Written Resolution of the said Company dated 10 July 2002 be and the same is hereby confirmed in accordance with the provisions of the above mentioned Act

AND THE COURT HEREBY APPROVES the minute set forth in the schedule hereto

AND IT IS HEREBY ORDERED that this Order be produced by the Company to the Registrar of Companies and that an office copy hereof be delivered to him together with a copy of the aforesaid minute

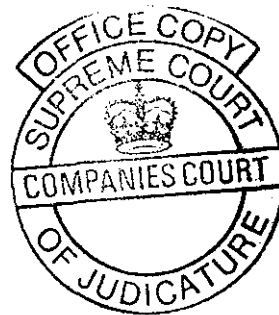
AND IT IS ORDERED that notice of the registration by the Registrar of Companies of this Order and of the minute be published once in "The Independent" newspaper within 21 days after such registration.



Schedule

The minute referred to above

"The capital of Ferrero UK Limited was by virtue of a special resolution and with the sanction of an order of the High Court of Justice dated 14th August 2002 reduced from £15,000,000 divided into 15,000,000 ordinary shares of £1 each to £6,000,000 divided into 6,000,000 ordinary shares of £1 each. As at the date of the registration of this minute, all of the said ordinary shares are in issue and deemed to be fully paid."



No 4639 of 2002

**IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT**

**IN THE MATTER OF FERRERO UK
LIMITED**

- and -

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

ORDER

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