CHFP010.

Notice of increase in nominal capital

Pursuant to section 123 of the Companies Act 1985

Please do not write in this margin

COMPANIES FORM No. 123

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

* Insert full name of company

To the Registrar of Companie	S
(address overleaf)	

Name of company

Company Number

908396

GUARDIAN NEWSPAPERS LIMITED

Gives notice in accordance with section 123 of the above Act that by resolution of the

company dated 30 MARCH 2006

the nominal capital of the company has been increased by £ $\frac{40,000,000}{}$

beyond the registered capital of £ 160,000,000

§ the copy must be printed or in some other form approved by the Registrar

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:

To rank pari passu in all respects with the existing ordinary shares in the capital of the company.

For official use

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

Designation ‡_Director

Date 30 March 2006

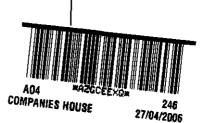
Presentor's name, address and reference (if any):

Ms M Hogan Guardian Media Group plc 164 Deansgate Manchester M3 3GG

For official use General section

Post room

Please tick here if continued overleaf



Notes:

The address for companies registered in England and Wales or Wales is:-

The Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ

DX: 33050 Cardiff

or, for companies registered in Scotland:-

The Registrar of Companies Companies House 37 Castle Terrace Edinburgh EH1 2EB

DX: 235 Edinburgh

