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**Notice of consolidation, division,
sub-division, redemption or
cancellation of shares, or conversion,
re-conversion of stock into shares**

122

CHFP025

Please do not
write in
this margin

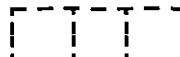
Pursuant to section 122 of the Companies Act 1985

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

To the Registrar of Companies
(Address overleaf)

For official use

Company number



946978

Name of company

* CHRYSALIS GROUP PLC

* insert full name
of company

gives notice that:

each ordinary share of 10 pence in the capital of the Company whether issued or unissued is to be sub-divided into five ordinary shares of 2 pence in the capital of the Company with effect from 8.00 a.m. on 17 April 2000 (or such other time or date as the board may decide).

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

Signed

Designation[†]

SECRETARY

Date

14 APRIL 2000

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

Clifford Chance LLP
200 Aldersgate Street
London
EC1A 4JJ

ELJ/C0613/1809/JRB
Doc No. 521919

For official Use

General Section

Post room



LD7
COMPANIES HOUSE

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17/04/00