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COMPANIES FORM No. 123

Notice of increase in nominal capital

123

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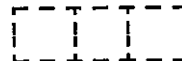
Please do not
write in
this margin

Pursuant to section 123 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number



1070953

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

Name of company

*VIRGIN RECORDS LIMITED

*insert full name
of company

gives notice in accordance with section 123 of the above Act that by resolution of the company
dated 22 May 1997 the nominal capital of the company has been

increased by £ 600,000,000 beyond the registered capital of £ 600,000,000
and DM 650,000,000

§ 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:

The further ordinary shares rank pari passu with the existing ordinary
shares in the capital of the Company with the rights as set out in the
Articles of Association adopted on 22 May 1997.

Please tick here if
continued overleaf



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

Signed

For and on behalf of

Designation ‡

Secretary

Date 3.6.97.

MAWLAW SECRETARIES LTD

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

ROWE & MAW
20 BLACK FRIARS LANE
LONDON EC4V 6HD

REF: 356

#346498

For official use
General Section

Post room

