IN THE HIGH COURT OF JUSTICE

CHANCERY DIVISION

COMPANIES COURT

Before Mr Registrar Baister

12 November 2008

CZL4V00V
CRS 73.\\\0\\$* 14

COMPANIES HOUSE

No. 9366 of 2008



IN THE MATTER OF SMITHS NEWS 2006 LIMITED

AND IN THE MATTER OF THE COMPANIES ACT 1985

ORDER ON HEARING OF CLAIM FORM

UPON THE CLAIM FORM (the "Claim Form") of the above-named Smiths News 2006 Limited (the "Company") whose registered office is situated at Wakefield House, Pipers Way, Swindon, Wiltshire SN3 1RF presented unto this Court on 23 October 2008

AND UPON HEARING Counsel for the Company

AND UPON READING the Claim Form and the evidence



THIS COURT ORDERS that the reduction of the share capital of the Company from £251,654,000 to £249,999 resolved on and effected by a special resolution of the sole member of the Company passed by way of a written resolution in accordance with Chapter 2 of Part 13 of the Companies Act 2006 on 22 October 2008 be and the same is hereby confirmed in accordance with the provisions of the above-mentioned Act

AND THIS COURT HEREBY APPROVES the Minute set forth in the Schedule hereto

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

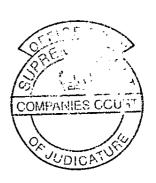




THE SCHEDULE BEFORE REFERRED TO:

MINUTE APPROVED BY THE COURT

The share capital of Smiths News 2006 Limited was, by virtue of a special resolution passed as a written resolution in accordance with Chapter 2 of Part 13 of the Companies Act 2006 and with the sanction of an Order of the High Court of Justice dated 12 November 2008, reduced from £251,654,000 divided into 251,654,000 ordinary shares of £1 each to £249,999 divided into 249,999 ordinary shares of £1 each. As at the date of registration of this minute, 1 ordinary share of £1 is in issue and the remainder are unissued.





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