

**G**

Notice of increase  
in nominal capital

**123**

Pursuant to section 123 of the Companies Act 1985

To the Registrar of Companies

For official use

Company Number

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2278807

Name of company

Marks and Spencer Retail Financial Services Holdings Limited

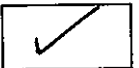
gives notice in accordance with section 123 of the above Act that by resolution of the company dated 25 September 1995 the nominal capital of the company has been increased by £30000000.00 beyond the registered capital of £50000000.00.

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

1. "THAT the Share Capital of the Company be increased from £50m (fifty million pounds) to £80m (eight million pounds) by the creation of 30m (thirty million) new shares of £1.00 each ranking pari passu in all respects with the existing shares in the Capital of the Company and that the Memorandum of Association be altered accordingly and, subject to the Articles of Association from time to time adopted by the Company, the Directors be generally and unconditionally authorised to allot the new shares or any of them and any other shares for the time being in the capital of the Company and to grant rights to subscribe for or convert securities into shares up to a maximum amount in any case as aforesaid equal to the nominal amount of authorised but unissued share capital of

Please tick if continuation  
sheet(s) are attached



Signed

*R.J. Ivens*

Designation

*Company Secretary*

Date *10/10/95*

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

Ref: RJI/RS  
R.J. Ivens  
Marks and Spencer p.l.c.  
Michael House  
47-67 Baker Street  
LONDON W1A 1DN  
CHAPP

For official use  
General section

Post room

