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## COMPANIES FORM No. 122

**Notice of consolidation, division,  
sub-division, redemption or  
cancellation of shares, or conversion,  
re-conversion of stock into shares****122**

CHA 116

Please do not  
write in  
this margin

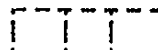
Pursuant to section 122 of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number



2414417

Name of company

\* Insert full name  
of company

\* RDM Factors Limited

gives notice that:

Pursuant to a written resolution of the shareholders of the Company passed on 10 December 1999, the share capital of the company has been reorganised as follows:

- (i) the existing class of unissued cumulative redeemable "A" preference shares of £1 each (comprising 999,490 cumulative redeemable "A" preference shares) has been cancelled;
- (ii) each Ordinary Share of £1 has been sub-divided into and redesignated as 100 Ordinary Shares of 1 pence each.
- (iii) each "A" Ordinary Share of £1 has been subdivided into 100 "A" Ordinary Shares of 1 pence each and each such "A" Ordinary Share of 1 pence upon such sub-division has been re-designated as a Convertible "A" Preference Share of 1 pence;
- (iv) each "B" Ordinary Share of £1 has been sub-divided into 100 "B" Ordinary Shares of 1 pence and 714 of such "B" Ordinary Shares have been redesignated as 714 Convertible "A" Preference Shares of 1 pence and 4386 of such "B" Ordinary Shares have been redesignated as 4386 Convertible "B" Preference Shares of 1 pence.

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

Signed

Designation†

Director

Date

10/12/99

Presenter's name address and  
reference (if any):  
edge ellison  
18 Southampton Place  
London  
WC1A 2AJ

corp/tfi/forms/g122-01.1fd

For official Use  
General Section