

IN THE HIGH COURT OF JUSTICE

No. 00 875 of 1993

CHANCERY DIVISION

COMPANIES COURT

MR. REGISTRAR BUCKLEY

IN THE MATTER OF FIRST TECHNOLOGY  
AUTOMOTIVE LIMITED

and

IN THE MATTER OF THE COMPANIES ACT 1985

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O R D E R

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Nabarro Mathanson  
50 Stratton Street  
London W1X 5FL.

Ref: 1R/NXF/P579/58

Solicitors for the Company.

IN THE HIGH COURT OF JUSTICE  
CHANCERY DIVISION  
COMPANIES COURT  
MR. REGISTRAR BUCKLEY

No. 00 875 of 1993

IN THE MATTER OF FIRST TECHNOLOGY AUTOMOTIVE LIMITED

and

IN THE MATTER OF THE COMPANIES ACT 1985

UPON THE PETITION (as amended) of the above-named First Technology Automotive Limited (hereinafter called "the Company") whose Registered Office is at 2 Columbus Drive, Summit Avenue, Southwood, Farnborough, Hampshire presented to the Court on 1st February 1993.

AND UPON HEARING Counsel for the Company

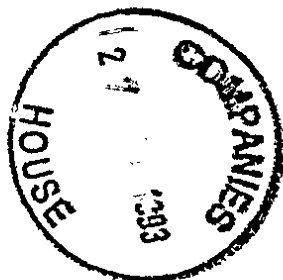
AND UPON READING the documents recorded on the court file as having been read

THE COURT CONFIRMS the reduction of the capital of the Company from £9,000,000 divided into 9,000,000 Ordinary Shares of £1 each to £221,886 divided into 221,886 Ordinary Shares of £1 each resolved and effected by Special Resolutions passed at an Extraordinary General Meeting of the Company held on 29th January 1993.

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

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



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SCHEDULE

Minute approved by the Court

"The share capital of First Technology Automotive Limited was by virtue of Special Resolutions of the Company passed on 29th January 1993 and with the sanction of an Order of the High Court of Justice dated 24th February 1993 reduced from £9,000,000 divided into 9,000,000 Ordinary Shares of £1 each to £221,886 divided into 221,886 Ordinary Shares of £1 each. At the date of registration of this Minute 128,004 of the said Ordinary Shares have been issued and are deemed to be fully paid up and the remainder are unissued."

