

COMPANIES FORM No. 123

Notice of increase in nominal capital



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	
Please complete legibly, preferably in black type, or bold bleck lettering	(Address overleaf)			2837673	
	Name of company				
* insert full name of company	* VIRGIN VOYAGER LIMITED				
# the copy must be printed or in some other form approved by the registrar	gives notice in accordance with section 123 of the above Act that by resolution of the company dated 65EPTEMBER 1991 the nominal capital of the company has been increased by £ 17550,000,000 beyond the registered capital of £ 2.500,000 k U55221,222 80 . 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: pari passu with the existing Ordinary Shares of US\$0.01 each.				
Insert Director. Secretary. Administrator. Administrative Receiver or Receiver (Scotland) as appropriate				Please tick here if continued overleaf	
	Signed Janua Look	Designation † G	embarn zecrofens) Date 3 relata	4
	Presentor's name address and reference (if any): TRESUBLEDS 69 ILEET STREET LONDON ECYY HIS Rd VJKQC/Tov2	For official Us General Section	Post	PANIES HOUSE 20	