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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

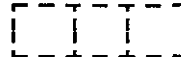
Pursuant to section 122 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

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



2875057

Name of company

* THE ARBOR GROUP PLC

* insert full name
of company

gives notice that:

PURSUANT TO A WRITTEN RESOLUTION DATED 15 DECEMBER 1999:-

- 1) EACH OF THE ISSUED "A" ORDINARY SHARES OF £1 EACH IN THE CAPITAL OF THE COMPANY REGISTERED IN THE NAME OF FRANK BUTTERWORTH WAS CONVERTED AND RE-DESIGNATED INTO ONE "C" ORDINARY SHARE OF £1 EACH HAVING THE RIGHTS BUT SUBJECT TO THE LIMITATIONS SET OUT IN THE ARTICLES OF ASSOCIATION ADOPTED ON EVEN DATE ("THE NEW ARTICLES");
- 2) EACH OF THE ISSUED "A" ORDINARY SHARES OF £1 EACH IN THE CAPITAL OF THE COMPANY REGISTERED IN THE NAME OF DAVID LAIDLER WAS CONVERTED AND RE-DESIGNATED INTO ONE "D" ORDINARY SHARE OF £1 EACH HAVING THE RIGHTS BUT SUBJECT TO THE LIMITATIONS SET OUT IN THE NEW ARTICLES;
- 3) EACH OF THE ISSUED "A" ORDINARY SHARES OF £1 EACH IN THE CAPITAL OF THE COMPANY REGISTERED IN THE NAME OF BRIAN REES WAS CONVERTED AND RE-DESIGNATED INTO ONE "E" ORDINARY SHARE OF £1 EACH HAVING THE RIGHTS BUT SUBJECT TO THE LIMITATIONS SET OUT IN THE NEW ARTICLES;
- 4) EACH OF 249,997 UNISSUED "B" ORDINARY SHARES OF £1 EACH WAS RE-DESIGNATED INTO ONE "C" ORDINARY SHARE OF £1 EACH HAVING THE RIGHTS BUT SUBJECT TO THE LIMITATIONS SET OUT IN THE NEW ARTICLES;
- 5) EACH OF 249,997 UNISSUED "B" ORDINARY SHARES OF £1 EACH WAS RE-DESIGNATED INTO ONE "D" ORDINARY SHARE OF £1 EACH HAVING THE RIGHTS BUT SUBJECT TO THE LIMITATIONS SET OUT IN THE NEW ARTICLES; AND
- 6) EACH OF 425,006 UNISSUED "A" ORDINARY SHARES OF £1 EACH WAS RE-DESIGNATED INTO ONE "E" ORDINARY SHARE OF £1 EACH HAVING THE RIGHTS BUT SUBJECT TO THE LIMITATIONS IN THE NEW ARTICLES.

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

Signed

Designation† DIRECTOR

Date 15/12/99

Presenter's name address and
reference (if any):
Halliwell Landau
St James's Court
Brown Street
Manchester

M2 2JF

For official Use
General Section

