

ORIGINAL SEEN

1974 633

IN THE HIGH COURT OF JUSTICE

No. 006212 of 1998

CHANCERY DIVISION

COMPANIES COURT

MR. REGISTRAR JAMES

WEDNESDAY THE 25th NOVEMBER 1998

IN THE MATTER of GARTMORE FLEDGLING INDEX TRUST plc

-and-

IN THE MATTER of THE COMPANIES ACT 1985

UPON THE PETITION of the above named GARTMORE FLEDGLING INDEX TRUST plc ("the Company") whose registered office is situate at Gartmore House, 16-18 Monument Street, London EC3R 8AJ on 30 October 1998 preferred unto this Court

AND UPON HEARING Counsel for the Company

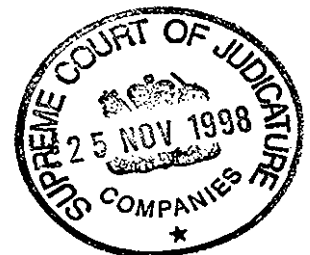
AND UPON READING the said Petition and the evidence

THIS COURT ORDERS that the reduction of the Share Premium Account of the Company by £23,162,443.49 resolved on and effected by a special resolution passed at the Extraordinary General Meeting of the Company held on 22 October 1998 be and the same is hereby confirmed in accordance with the provisions of the above-mentioned Act



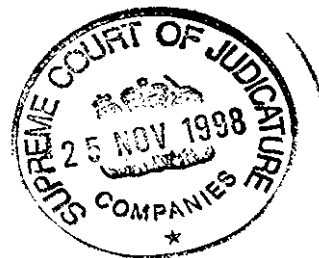
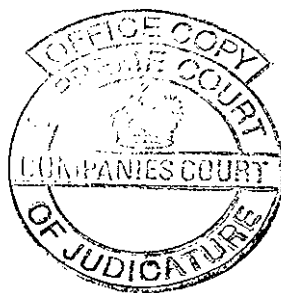
AN19830/AZ52804.1

HOUSE



AND IT IS ORDERED

- (1) that this Order be produced to the Registrar of Companies and that an Office Copy be delivered to him
- (2) that notice of the registration by the Registrar of Companies of this Order be published once in the "The Times" newspaper within 21 days after registration



No. 006212 of 1998

IN THE HIGH COURT OF JUSTICE

CHANCERY DIVISION

COMPANIES COURT

MR REGISTRAR JAMES

25 NOVEMBER 1998

RE: GARTMORE FLEDGLING INDEX
TRUST plc

ORDER
CONFIRMING CANCELLATION OF
SHARE PREMIUM ACCOUNT

STEPHENSON HARWOOD
One St. Paul's Churchyard
London EC4M 8SH

Ref: 700/A913