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COMPANIES FORM No. 123

Notice of increase in nominal capital

123

CHFP000

Please do not
write in
this margin

Pursuant to section 123 of the Companies Act 1985

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

To the Registrar of Companies
(Address overleaf)

For official use

Company number

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3061401

Name of company

* insert full name
of company

* NH COMPUTER TRAINING PLC

gives notice in accordance with section 123 of the above Act that by resolution of the company dated 30 December 1999 the nominal capital of the company has been increased by £ 10,000,000 beyond the registered capital of £ 5,000,000.

† the copy must be
printed or in some
other form approved
by the registrar

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:

All £10,000,000 relate to Redeemable Preference Shares.

1. Redemption date: Between 1 January 2002 and 31 December 2004 - to be decided by the directors.
2. Other Circumstances to redeem: Winding up of the company prior to the above dates.
3. Redemption Value: At Par (£1)
4. Rights & Conditions: - Fixed Annual Dividend of 5% - Non Cumulative.
- Non Voting.
- Non Participating.
- Convertible to other classes of shares subject to approval of the directors the ordinary Shareholders and the Preference Shareholders.

Please tick here if
continued overleaf

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

Signed



Designation ‡ Secretary

Date 24.01.2000

Presentor's name address and
reference (if any):

ANDERTONS
CHARTERED CERTIFIED ACCOUNTANTS
CHURCHILL HOUSE 142-146 OLD STREET
LONDON EC1V 9BJ
TEL: 0171 324 2123

For official Use
General Section

Post room



A27
COMPANIES HOUSE

0429
02/03/00