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CHFP010.

Please do not write in
this marginPlease complete
legibly, preferably in
black type, or bold
block lettering* Insert full name of
company

COMPANIES FORM No. 122

122

Notice of consolidation, division, sub- division, redemption or cancellation of shares, or conversion, re-conversion of stock into shares

Pursuant to section 122 of the Companies Act 1985

To the Registrar of Companies
(address overleaf)

For official use

Company Number

Name of company

03148461

* ZENITH ENTERTAINMENT LIMITED

Gives notice that:

1. ON THE 19TH APRIL 2002, EACH OF THE 9,548,932 ORDINARY SHARES OF £0.10 EACH IN THE CAPITAL OF THE COMPANY WERE SUB-DIVIDED AND RE-DESIGNATED INTO 9,548,932 ORDINARY SHARES OF £0.001 EACH AND 945,344,268 DEFERRED SHARES OF £0.001 EACH.

2. ON THE 19TH APRIL 2002, EACH OF THE 451,068 DEFERRED SHARES OF £0.10 EACH IN THE CAPITAL OF THE COMPANY WERE SUB-DIVIDED AND RE-DESIGNATED INTO 45,106,800 DEFERRED SHARES OF £0.001 EACH.

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

Signed



Designation ‡

SECRETARY

Date

2/5/02

Presentor's name, address
and reference (if any):For official use
General Section

Post room

