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COMPANIES FORM No. 123

Notice of increase in nominal capital

123

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Please do not
write in
this margin

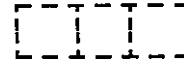
Pursuant to section 123 of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number



3189363

Name of company

* PRIORY HOSPITALS HOLDINGS LIMITED

* insert full name
of company

gives notice in accordance with section 123 of the above Act that by resolution of the company
dated 16.12.96 the nominal capital of the company has been

increased by £ 272,371.20 beyond the registered capital of £ 275,122.50

§ 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:

THE CREATION OF 26,756 "A" ORDINARY SHARES OF 10P EACH AND 757 "B"
ORDINARY SHARES OF 10P EACH. EACH HAVING THE RIGHTS AND BEING SUBJECT
TO THE RESTRICTIONS SET OUT IN THE ARTICLES OF ASSOCIATION AMENDED BY
WRITTEN RESOLUTION ON 16 DECEMBER 1996.

Please tick here if
continued overleaf



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

Signed

Designation † Director

Date 16/1/97

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

Eversheds
1 Royal Standard Place
Nottingham
NG1 6FZ

448/SMG/20560

For official use
General Section

Post room



A26 *AVK99SGF* 346
COMPANIES HOUSE 18/01/97