

COMPANIES FORM No. 123

Notice of increase in nominal capital

123

CHFP025

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

*insert full name of company

To the Registrar of	Companies
(Address overlea	f)

Name of company

For official use	Company number
	03328638

MARCHPOLE HOLDINGS PLC

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

by the registrar

gives notice in accordance with section 123 of the above Act that by resolution of the company dated 29 August 2008 the nominal capital of the company has been

increased by £ ____1,950,000.00 beyond the registered capital of £ ____1,800,000 00

A copy of the resolution authorsing 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 39,000,000 NEW ORDINARY SHARES OF 5p EACH ARE TO RANK PARI PASSU IN ALL RESPECTS WITH THE EXISTING ORDINARY SHARES OF 5p EACH IN THE CAPITAL OF THE COMPANY

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

Signed Designation Designation DIRECTOR/

Date 29 August 2008

Please tick here if continued overleaf

Post room

Presenter's name address and reference (If any) Memery Crystal LLP 44 Southampton Buildings London WC2A 1AP LDE 156 Chancery Lane Tel 020 7242 5905

Ref TGR/1361693

For official Use (02/06) General Section

> *ANEiP2P9* A31 30/08/2008 205

> > COMPANIES HOUSE
> > Laserform International 12/06

Notes

The address for companies registered in England and Wales or Wales is -

The Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ

DX 33050 Cardiff

or, for companies registered in Scotland -

The Registrar of Companies Companies House 37 Castle Terrace Edinburgh EH1 2EB

DX 235 Edinburgh or LP - 4 Edinburgh 2