

G**COMPANIES FORM No. 123****Notice of increase
in nominal capital****123**

CHA 116

Please do not
write in
this margin

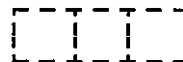
Pursuant to section 123 of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number



3427512

Name of company

* VIRGIN DIRECT (2) LIMITED

* insert full name
of companygives notice in accordance with section 123 of the above Act that by resolution of the company
dated 21 November 1997 the nominal capital of the company has beenincreased by £ 167,500 beyond the registered capital of £ 16,000§ 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:HAVING THE RIGHTS SET OUT IN THE ARTICLES OF ASSOCIATION ADOPTED BY
RESOLUTION OF THE COMPANY DATED 21 NOVEMBER 1997Please tick here if
continued overleaf† Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed

Designation †

Director

Date

19/12/97

Presenter's name, address and
reference (if any):Ashurst Morris Crisp
Broadwalk House
5 Appold Street
LONDON
EC2A 2HA
Ref: JES (359712)For official use
General Section

Post/room

