COMPANIES FORM No. 123

Notice of increase in nominal capital

Pursuant to section 123 of the Companies Act 1985

Company Number

Please do not write in this margin

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

* Insert full name of company

To the Registrar of Companie	es
(address overleaf)	

company dated 26/09/2002

beyond the registered capital of £ 50,000

Name of company	03512757
*KPMG Holdings Plc	

For official use

§ 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

Gives notice in accordance with section 123 of the above Act that by resolution of the

the nominal capital of the company has been increased by £ 10,900,000

the new shares have been or are to be issued are as follows:

To rank pari passu in all respects with the existing ordinary shares in the capital of the Company.

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

Signed

Please tick here if continued overleaf

SECRETARY

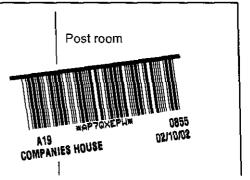
Date 30.9.2002

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

Nigel Morrison KPMG LLP 1-2 Dorset Rise London EC4Y 8AE

For official use General section

Designation Company





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

