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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
(Address overleaf)

For official use

Company number



3681853

Name of company

* AFFINITY INTERNET HOLDINGS PLC (THE "COMPANY")

* insert full name
of company

gives notice in accordance with section 123 of the above Act that by resolution of the company
dated 1 APRIL 1999 the nominal capital of the company has been

increased by £ 4,999,000 beyond the registered capital of £ 100,000.

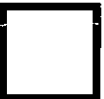
A copy of the resolution authorising the increase is attached. †

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 NEW SHARES ARE SUBJECT TO THE RIGHTS AND RESTRICTIONS SET OUT IN THE
COMPANY'S ARTICLES OF ASSOCIATION.

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

Please tick here if
continued overleaf



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

Signed

Designation ‡

DIRECTOR

Date

12/4/99

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

Hammond Suddards Solicitors
Trinity Court
16 John Dalton Street
Manchester

M60 8HS

For official Use
General Section

Post room

