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COMPANIES FORM No. 123

Notice of increase in nominal capital

123

CHFP055

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

3755033

Name of Company

* insert full name
of company

* MELLON EUROPE LIMITED

§ 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 16 September 2003 the nominal capital of the company has been increased by
£5,000,000.000 beyond the registered capital of £73,630,100.000.**

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

**The conditions (e.g. voting rights, dividend rights, winding-up rights etc.) subject to which the
new shares have been or are to be issued are as follows:**

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

Please tick here if
continued overleaf

Signed

Designation ‡

Date 29/9/03

Presenter's name address, telephone
number and reference (if any):

<Insert Presenter Details Here>

For official use
General Section

Post room



**Dara Graham
Company Secretary
Legal Affairs Department
Mellon Europe Limited
Princess House
1 Suffolk Lane
London EC4R 0AN**



MELLON EUROPE LIMITED

("the Company")

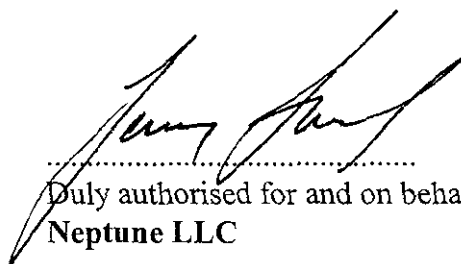
Ordinary Resolution passed by a written resolution of all the members in the capital of the Company entitled to attend and vote at general meetings of the Company pursuant to the rights conferred on such members by the Articles of Association of the Company.

ORDINARY RESOLUTION

We, the undersigned, being all the holders of 73,630,100 Ordinary Shares of £1 each in the capital of the Company, hereby resolve by way of ordinary resolution to increase with effect from the date hereof the authorised share capital of the Company by the creation of an additional 5,000,000 Ordinary shares of £1 each to rank pari passu with the existing authorised share capital of 73,630,100 Ordinary shares of £1 each, with effect from 7th July 2003.

Dated 16th September 2003

Signed


Duly authorised for and on behalf of
Neptune LLC

Jeremy N. C. Bassil