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CHFP010.

Please do not write in
this marginPlease complete
legibly, preferably in
black type, or bold
block lettering* Insert full name of
company

COMPANIES FORM No. 122

122

Notice of consolidation, division, sub- division, redemption or cancellation of shares, or conversion, re-conversion of stock into shares

Pursuant to section 122 of the Companies Act 1985

To the Registrar of Companies
(address overleaf)

For official use

Company Number

Name of company

3973457

* BESPAK HOLDINGS LIMITED

Gives notice that:

On 30 April 2004 all the authorised and issued redeemable share capital in the Company comprising 6,620,763 redeemable preference shares of £1 each ("Redeemable Preference Shares") was redeemed in accordance with the terms of the Articles of Association of the Company.

Following redemption of the Redeemable Preference Shares each authorised but unissued Redeemable Preference Share was redesignated as an ordinary share of £1 such that the authorised share capital of the Company after these events was £7,585,263 divided onto 7,585,263 ordinary shares of £1 each.

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

Signed



Designation ‡

SECRETARY

Date

13 MAY 2004

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

The Company Secretary
Bespak plc
Blackhill Drive
Featherstone Road
Wolverton Mill South
Milton Keynes
Bucks.
MK12 5TS

For official use

General Section

Post room

A50
COMPANIES HOUSE0617
14/05/04