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COMPANIES FORM No. 122

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

122

Please do not
write in
this margin

Pursuant to section 122 of the Companies Act 1985

To the Registrar of Companies

For official use Company number

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

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4222409

Name of company

* CERES POWER LIMITED

*Insert full name
of company

gives notice that:

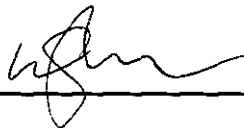
By written resolution dated 14 JUNE 2001:

1) the existing issued 1 ordinary share of £1.00 of the Company be and it is hereby subdivided into 10 ordinary shares of £0.10, each having attached thereto and being subject to the rights and restrictions specified in the Articles of Association of the Company; and

2) the existing authorised but unissued 1,999 ordinary shares of £1.00 each of the Company be and they are hereby subdivided into 19,990 ordinary shares of £0.10, each having attached thereto and being subject to the rights and restrictions specified in the Articles of Association of the Company.

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

Signed



Designation† Secretary

Date 21.6.01

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

AHD/SSG/1MCOO.30
BIRD & BIRD
90 FETTER LANE
LONDON EC4A 1JP

For official use
General Section

Post room



A14
COMPANIES HOUSE

0551
29/06/01