

COMPANIES FORM No. 122

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

122

CHFP025

Please do not
write in
this margin

Pursuant to section 122 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

[] [] [] [] [] [] [] []

4230439

Name of company

* SETON HOUSE GROUP LIMITED

* insert full name
of company

gives notice that:

Pursuant to written resolutions of the Company dated 17 December 2003:-

1. the authorised share capital of the Company was reduced from £1,104,999 to £1,091,070.50 by the cancellation of 139,285 B Ordinary Shares of £0.10 each;

2. 3,551,782 of the A Ordinary Shares of £0.10 each in the capital of the Company were converted into "Non-Voting A Ordinary Shares" of £0.10 each having the rights and being subjected to the restrictions set out in new Articles of Association of the Company adopted on 10 February 2004.

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

Signed

[Signature]

Designation† DIRECTOR

Date 10.2.2004

Presenter's name address and
reference (if any):
Macfarlanes
10 Norwich Street
London
EC4A 1BD

ARD/578946/2326454

For official Use
General Section

Post room



ADD *A0ZLCTH* 0589
COMPANIES HOUSE 17/03/04
LONDON INTERNATIONAL LTD