

CERTIFICATE OF REDUCTION BY ORDER OF COURT ON CANCELLATION OF SHARE PREMIUM ACCOUNT

Company Number 157875

EDINBURGH FUND MANAGERS GROUP PLC

having by Special Resolution cancelled its share premium account as confirmed by an Order of the Court of Session, Scotland

Dated 30 January 1997

I hereby certify the registration of the said Order of Court.

Signed at Edinburgh 31 January 1997

R. Ghum

PP Registrar of Companies



