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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

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

*Insert full name
of company

To the Registrar of Companies

For official use Company number

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157875

Name of company

* EDINBURGH FUND MANAGERS GROUP plc

gives notice that:

following the passing of a special resolution by the company on 7 April 1997, the company entered into a share buy-back agreement with The British Investment Trust PLC to purchase 2,645,000 ordinary shares of 5 pence each in the company which was completed on 8 April 1997 and as a consequence of the share buy-back, the shares purchased were cancelled and the company's issued share capital was reduced from 31,278,845 ordinary shares to 28,633,845 ordinary shares accordingly.

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

Signed

Catherine Smith

Designation† Secretary

Date 8 April 1997

Presentor's name, address and
reference (if any):
Shepherd & Wedderburn, WS
Saltire Court
20 Castle Terrace
Edinburgh EH1 2ET
ED553049 EDINBURGH

(Ref: idwl-efm122)

For official use
General Section

Post room

