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COMPANIES FORM No. 43(3)(e)

**Declaration of compliance
with requirements by a
private company on application
for re-registration as a public
company**

43(3)(e)Please do not
write in this margin

Pursuant to section 43(3)(e) of the Companies Act 1985

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

To the Registrar of Companies

For official use

Company number

| | | | |
|--|--|--|--|
| | | | |
|--|--|--|--|

1899857

Name of company

* Insert full name
of company

| | |
|---|-----------------------------|
| 3 | CHECKMATE INTERNATIONAL PLC |
|---|-----------------------------|

I, DAVID MICHAEL THOMASof 3 CLARENDON DRIVE, PUTNEY, LONDON SW15† delete as
appropriate

§ Insert date

I, ~~the Secretary~~ ^{as a director} of the company, do solemnly and sincerely declare that:

- 1 the company, on 5th January 1995, passed a special resolution that the company should be re-registered as a public company;
- 2 the conditions of sections 44 and 45 of the above Act (so far as applicable) have been satisfied;
- 3 between the balance sheet date and the application for re-registration, there has been no change in the company's financial position that has resulted in the amount of its net assets becoming less than the aggregate of its called-up share capital and undistributable reserves.

And I make this solemn declaration conscientiously believing
the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at 3 CLOTH STREET
LONDON EC1A

Declarant to sign below

the fifth day of January
One thousand nine hundred and ninety five

before me Peter Sayer

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths.

Presenter's name address and
reference (if any):

OSBORNE CLARKE
6/9 MIDDLE STREET
LONDON
EC1A 7JA

For official Use
General Section

Post room

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| (KLO) | *KB9IU7SF* | 2482 |
| COMPANIES HOUSE 05/01/95 | | |

Jordans

Jordan & Sons Limited

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