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CHFP029

COMPANIES FORM No. 123

Notice of increase in nominal capital

123

Please do not
write in
this margin

Pursuant to section 123 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

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3633621

Name of company

* insert full name
of company

* Investec plc

gives notice in accordance with section 123 of the above Act that by resolution of the company

dated 28 June 2006 the nominal capital of the company has been

increased by £ 1,000,000.00 beyond the registered capital of £167,500.003 ; € 10,000.00

A copy of the resolution authorising the increase is attached. †

† the copy must be
printed or in some
other form approved
by the registrar

The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new shares have been or are to be issued are as follows :

£0.01 Non-redeemable, non-cumulative, non-participating preference shares (non voting; non cumulative voting).

The authorised capital of the Company shall be £1,167,500.003 and €10,000 divided into 112,000,000 Ordinary Shares of £0.001 each, 55,500,000 Special Converting Shares of £0.001 each, 1 £0.001 UK DAS Share, 1 £0.001 UK DAN Share, 1 £0.001 Special Voting Share and 1,000,000 PLC Preference Share of €0.01 each.

Please tick here if
continued overleaf

☐

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

Signed

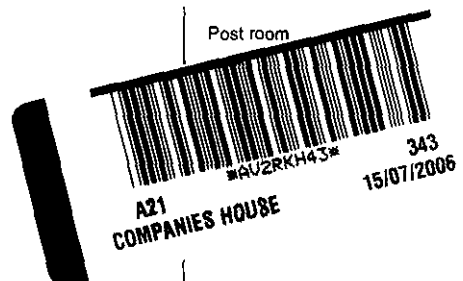
Designation ‡ Company Secretary

Date 6 July 2006

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

The Secretary, 2 Gresham Street,
London, EC2V 7QP

For official Use
General Section



Notes

The address for companies registered in England and Wales or Wales is :-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF4 3UZ

or, for companies registered in Scotland :-

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh
EH1 2EB

DX 235 Edinburgh
or LP - 4 Edinburgh 2