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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

For official use

Company number

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

213393

Name of company

* GRAND METROPOLITAN FINANCE PUBLIC LIMITED COMPANY

* insert full name of company

gives notice in accordance with section 123 of the above Act that by resolution of the company dated 24 OCTOBER 1995 the nominal capital of the company has been increased by £400,000,000 beyond the registered capital of £255,000,000.

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

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

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 follow: SHARES RANK PARI PASSU WITH THE ORDINARY 5p SHARES ALREADY IN ISSUE.

Please tick here if continued overleaf

Signed



~~Director~~ [Secretary] † Date 6 NOVEMBER 1995

† delete as appropriate

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

B.E. WICKHAM,
SECRETARY
20 ST. JAMES'S SQUARE
LONDON SW1Y 4RR
(0171 - 321 6000)

For official Use

General Section

| Post room



A14 *ACWINGAM* 84
COMPANIES HOUSE 07/11/95