

IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT
MR REGISTRAR JAMES

No. 007475 of 1999

IN THE MATTER OF WILLIS CORROON GROUP SERVICES LIMITED

- and -

IN THE MATTER OF THE COMPANIES ACT 1985

UPON THE PETITION of the above-named Willis Corroon Group Services Limited (the "**Company**") whose registered office is situate at Ten Trinity Square, London EC3P 3AX preferred unto this Court in the above matters on 17 November 1999

AND UPON HEARING Counsel for the Company

AND UPON READING the said Petition and the evidence

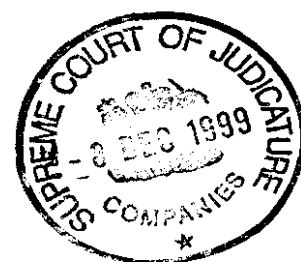
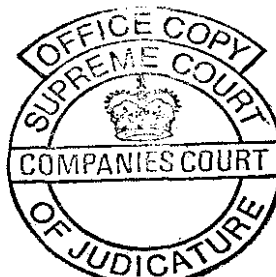
THIS COURT ORDERS that the reduction of the capital of the Company from £100,000,000 to £5,000,000 resolved on and effected by a Special Resolution passed at an Extraordinary General Meeting of the Company held on 16 November 1999 be and the same is hereby confirmed in accordance with the provisions of the above-mentioned Act

AND THIS COURT APPROVES the Minute set forth in the Schedule hereto

AND IT IS ORDERED:

- 1 that this Order be produced to the Registrar of Companies and that an office copy hereof be delivered to him together with a copy of the said Minute; and
- 2 that notice of the registration by the Registrar of Companies of this Order and of the said Minute be published once in the Financial Times newspaper within 21 days after such registration

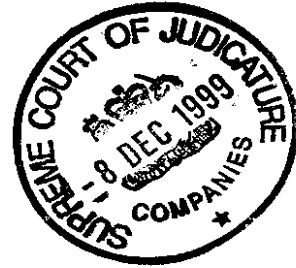
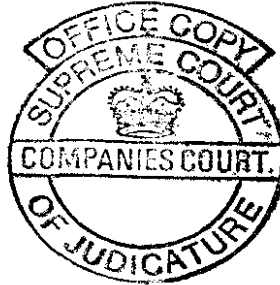
Dated 8 December 1999



Schedule

- Minute approved by the Court

"The capital of Willis Corroon Group Services Limited was by virtue of a Special Resolution and with the sanction of an Order of the High Court of Justice dated 8 December 1999 reduced from £100,000,000 divided into 100,000,000 Ordinary Shares of £1 each to £5,000,000 divided into 5,000,000 Ordinary Shares of £1 each. At the date of registration of this Minute all of the said Ordinary Shares have been issued and are deemed to be fully paid up."



No. 007475 of 1999

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CHANCERY DIVISION
COMPANIES COURT
MR REGISTRAR JAMES

**Re: WILLIS CORROON GROUP SERVICES
LIMITED**

- and -

Re: THE COMPANIES ACT 1985

ORDER
confirming reduction of capital

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