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Notice of consolidation, division, sub-division, redemption or cancellation of shares, or conversion, re-conversion of stock into shares

122

CHFP025

Please do not
write in
this margin

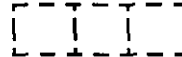
Pursuant to section 122 of the Companies Act 1985

To the Registrar of Companies
(Address overleaf)

For official use

Company number

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



03692064

Name of company

* RECOMMEND LIMITED

* insert full name
of company

gives notice that:

1. each of the existing issued Zero Coupon Preferred Shares of £1.00 in the capital of the Company be and is hereby subdivided into 100 Zero Coupon Preferred Shares of £0.01 each;
2. 5,821 of the existing issued Zero Coupon Preferred Shares of £0.01 in the capital of the Company be and are converted into 5,821 CP Shares of £0.01 each in the capital of the Company as set out in Part 1 of the Schedule attached hereto;
3. 59,994,179 of the existing issued Zero Coupon Preferred Shares of £0.01 in the capital of the Company be and are hereby converted into 59,994,179 Deferred Shares of £0.01 each in the capital of the Company as set out in Part 2 of the Schedule attached hereto;
4. all of the 154,100 existing issued Ordinary Shares of £0.01 each in the capital of the Company be and are hereby converted into 154,100 Deferred Shares of £0.01 each;

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

Signed

Designation † Circular

Date 17 August 2004

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

Macfarlanes
10 Norwich Street
London
EC4A 1BD
RPB/576705/2512046

For official Use
General Section

Post room



LD4
COMPANIES HOUSE

0406
31/08/04