

Return of Allotment of Shares

*Please complete in typescript,
or in bold black capitals.*

CHFP010

Company Number

1088249

Company Name in full

Citibank International plc

Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To		
	Day	Month	Year	Day	Month	Year
	3	1	2004			
Class of shares <small>(ordinary or preference etc)</small>	STERLING ORDINARY					
Number allotted	85,485,983					
Nominal value of each share	£1.00					
Amount (if any) paid or due on each share (including any share premium)	£1.00					

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as
paid up

100%

**Consideration for which the shares
were allotted**

(This information must be supported by the duly
stamped contract or by the duly stamped particulars
on Form 88(3) if the contract is not in writing)

Issued share capital of Citicorp Finanziaria SpA

Citifin and Citiservice SpA

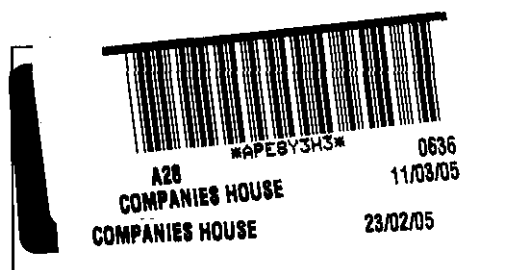
**When you have completed and signed the form send it to
the Registrar of Companies at:**

Companies House, Crown Way, Cardiff, CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh



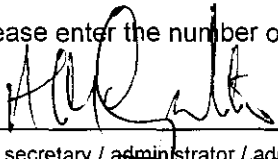
Names and addresses of the allottees

(List joint share allotments consecutively) Company No 1088249

Shareholder details	Shares and share class allotted	
Name Citibank Investments Limited	Class of shares allotted £1.00 STERLING ORDINARY	Number allotted 85,485,983
Address Citigroup Centre, Canada Square, Canary Wharf, London, United Kingdom		
UK postcode E14 5LB		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

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Signed 

Date 22 Feb 2005

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Nikki Menditta, Citigroup Centre (17th Floor), Canada

Square, Canary Wharf, London, E14 5LB

Tel

DX number

DX exchange