



SECRETARIAT

Please complete in typescript,
or in bold black capitals
CHFP029

88(2)

Return of Allotment of Shares

Company Number

1423001

Company name in full

Intercapital plc

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box)

From
Day Month Year
3 0 0 9 2 0 0 3

To
Day Month Year
| | | | | | | |

Class of shares
(ordinary or preference etc)

2002 n/c red pref
PREFERENCE

Number allotted

223,329

Nominal value of each share

US\$ 10.00

Amount (if any) paid or due on each
share (including any share premium)

US\$ 10.00

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

| | | |
|--|--|--|
| | | |
|--|--|--|

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)

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

Companies House, Crown Way, Cardiff CF14 3UZ DX 33050 Cardiff
For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB DX 235
For companies registered in Scotland Edinburgh



Names and addresses of the allottees (List joint share allotments consecutively)

| Shareholder details | | Shares and share class allotted | |
|--|--|--|-----------------------------------|
| Name ICAP AMERICA INVESTMENTS LTD Address PARK HOUSE, 16 FINSBURY CIRCUS, LONDON, ENGLAND UK Postcode EC2M 7UR | | Class of shares allotted 2002 n/c red pref | Number allotted 223,329 |
| Name Address UK Postcode | | Class of shares allotted | Number allotted |
| Name Address UK Postcode | | Class of shares allotted | Number allotted |
| Name Address UK Postcode | | Class of shares allotted | Number allotted |
| Name Address UK Postcode | | Class of shares allotted | Number allotted |

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

Signed

Helen Broomfield

Date

6/10/03

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

Please delete as appropriate

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.

| | |
|--|-------------|
| HELEN BROOMFIELD, PARK HOUSE, 16 FINSBURY CIRCUS, LONDON, EC2M 7UR | |
| Tel 020 7463 4388 | |
| DX number | DX exchange |