



Global Corporate Manager

Please complete in typescript,
or in bold black capitals
CHFP029

88(2)

Return of Allotment of Shares

Company Number

2924707

Company Name in full

R.B. Bishopsgate Investments Limited

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

2	2	1	2	2	0	0	3
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To

Day Month Year

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Class of shares
(ordinary or preference etc)

£1 Ord.

Number allotted

33,923,304

Nominal value of each share

£ 1.00

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

£ 0.00

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

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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)

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

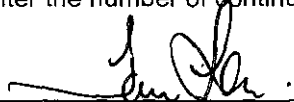
DX 235
EdinburghA19
COMPANIES HOUSE0406
20/03/04

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

Shareholder details	Shares and share class allotted	
Name The Royal Bank of Scotland plc <hr/> Address 36 St Andrew Square, Edinburgh. <hr/> <div style="text-align: right;">UK Postcode <u>E H 2</u> <u>2</u> <u>Y</u> <u>B</u></div>	Class of shares allotted <hr/> £1 Ord. <hr/>	Number allotted <hr/> 33,923,304.33 <hr/>
Name <hr/> Address <hr/> <div style="text-align: right;">UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u></div>	Class of shares allotted <hr/>	Number allotted <hr/>
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Please enter the number of continuation sheets (if any) attached to this form

Signed



Date

14 . 1 . 2004

~~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.

Julie Hawkins - Group Secretary's Department

The Royal Bank of Scotland Group plc, 2nd Floor, 1 Princes Street,

London, EC2R 8PB.

Tel 020 7714 4461

DX number

DX exchange