

Please complete in typescript,
or in bold black capitals
CHFP029

Return of Allotment of Shares

Company Number

4856478

Company Name in full

IMPERIAL TOBACCO ENTERPRISE FINANCE 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
1 | 0 1 | 2 2 | 0 | 0 | 4

To
Day Month Year
1 | 0 1 | 2 2 | 0 | 0 | 4

Class of shares

(ordinary or preference etc)

Ordinary Shares Euro
1

Number allotted

316776891

Nominal value of each share

€ 1.00

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

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)

Allotted in exchange for the entire issued share capital of Imperial Tobacco

Commercial Services Limited

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

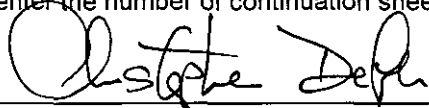


Addresses of the allottees (List joint share allotments consecutively)

| Shareholder details | | Shares and share class allotted | |
|---|--|---------------------------------|-----------------|
| Name IMPERIAL TOBACCO (EFKA) VERWALTUNGS GMBH | | Class of shares allotted | Number allotted |
| Address Postfach 1257, Industriestrasse 6, Trossingen. | | Ordinary Shares Euro 1 | 316776891 |
| UK Postcode 7 8 6 3 6 | | | |
| 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 | | | |
| Name | | Class of shares allotted | Number allotted |
| Address | | | |
| UK Postcode | | | |

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

Signed



Date

13 December 2004

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.

Deft, Christopher

Imperial Tobacco Limited, P. O. Box 244, Upton Road, Bristol, BS99 7UJ.

Tel +44 (0)117 963 6636

DX number

DX exchange