

G**Return of allotments of shares****88(2)**

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

(REVISED 1988)This form replaces forms
PUC2, PUC3 and 88(2)Please do not
write in this
margin

COPY

To the Registrar of Companies (address overleaf) ONLY
(see note 1)This document has not been registered
having been referred to I.R.Please complete
legibly, preferably
in black type, or
bold block lettering.

Company number

00666509

1. Name of company

* Insert full name
of company.

* LONDON FIDUCIARY TRUST PLC

2. This section must be completed for all allotments

† distinguish
between:
ordinary
preference, etc.

Description of shares †	ORDINARY	SHARES	
A Number allotted	100,000		
B Nominal value of each	£ 0.01	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£	£	£

Date(s) on which the shares were allotted

(a) [on 23rd November 19 94] 5, or

(b) [from 19 to 19] 5

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

3. If the allotment is wholly or partly other than for cash the following information must be given
(see notes 2 & 3)

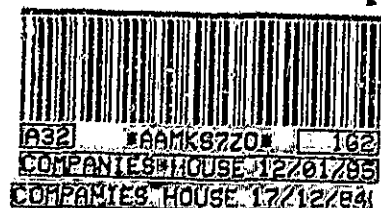
D Extent to which each share is to be treated as paid up. Please use percentage.	100%		
E Consideration for which the shares were allotted <u>In consideration of the consultancy services provided</u> <u>by the Alottee</u>			

NOTES

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required by section 88(2)(b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).
3. Details of bonus issues should be included only in section 2.

Presenter's name address, telephone
number and reference (if any):FRANKS CHARLESLEY & Co.,
Hulton House,
161/166, Fleet Street,
London EC4A 2DY

For official use



Please do not
write in the
margin

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

[illegible]

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 SECTION ONE
 has not been registered
 referred to I.R.

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

Date 16/12/94

**Companies registered in Scotland
should deliver this form to:-**

**The Registrar of Companies
Companies Registration Office
102 George Street
Edinburgh
EH2 3DJ**