

COMPANIES FORM No. 88(2) Return of allotment of shares

88(2)

CHFP055

Please do not write in this margin Pursuant to section 88(2) of the Companies Act 1985 (the Act)

(REVISED 1988)

This form replaces forms PUC2, PUC3, AND 88(2)

To the Registrar of Companies (address overleaf) (see note 1)

Company Number

676122

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

*insert full name of company

†distinguish between

preference,

ordinary

HSBC Actuaries and Consultants Limited

1. Name of Company

2. This section must be completed for all allotments

Description of shares†

A Number allotted 3,000,000

B Nominal value of each £1.000

C Total amount (if any) paid or due and payable on each share(including premium if any)

§ complete (a) or (b) as appropriate Date(s) on which the shares were allotted

(a) [on

23 February 2000

] §, or

(b) [from

to

] §

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)

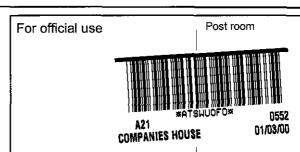
D Extent to which each share is to be treated as paid up. Please use percentage	%	%	%
E Consideration for which the shares were allotted	-1/2		

NOTES

- This form should be delivered to the Registrar of Companies within one month of the (first) date of the 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.

Presentor's name address, telephone number and reference (if any):

Nigel Barker Assistant Secretary HSBC Holdings plc 10 Lower Thames Street, London EC3R 6AE 0207 260 8182





Names and Addresses		Number of shares allotted			
		Ordinary	Preference	Other	
C Gibbs Holdings Limited		· · · · · · · · · · · · · · · · · · ·	,		
ower Thames Street, London, EC3R 6AE		3,000,000			
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	TOTAL	3,000,000		- -	

The Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ

The Registrar of Companies Companies House 37 Castle Terrace Edinburgh EH1 2EB

Please