

Please complete in typescript, or in bold black capitals. CHFP001

88(2) Return of Allotment of Shares

| Company Number | 1124733 | | | |
|--|--|--|--|--|
| Company name in full | Royal Bank of Canada Holdings (U.K.) Limited | | | |
| | | | | |
| Shares allotted (including bonus | shares): From To | | | |
| Date or period during which shares were allotted (If shares were allotted on one date enter that date in the "from" box) | Day Month Year Day Month Year | | | |
| | 1,71,02,0,1 | | | |
| | | | | |
| Class of shares (ordinary or preference etc) | Ordinary | | | |
| Number allotted | 50,000,000 | | | |
| Nominal value of each share | £1 | | | |
| Amount (if any) paid or due on each share (including any share premium) | £1 | | | |
| List the names and addresses of the | allottees and the number of shares allotted to each overleaf | | | |
| If the allotted shares are fully or | artly paid up otherwise than in cash please state: | | | |
| % that each share is to be treated as paid up | | | | |
| | | | | |
| Consideration for which | | | | |



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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)

0453 13/11/01 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

10/99

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

| Shareholder details | Shares and share class allotted | |
|---|---------------------------------|---------------------|
| Name Royal Bank of Canada | Class of shares allotted | Number allotted |
| Address 1 Place Ville Marie, Montreal, Quebec | <u> </u> | |
| _I Canada | 1 | 1 |
| UK Postcode H 3 C L 3 H P | | L |
| Name | Class of shares allotted | Number allotted |
| Address | | 1 |
| <u> </u> | 1 | 1 |
| UK Postcode L L L L L | | |
| Name | Class of shares allotted | Number allotted |
| Address | | |
| | | <u> </u> |
| UK Postcode LLLLLL | | L |
| Name | Class of shares allotted | Number allotted |
| Address | | I |
| | | |
| UK Postcode L L L L L L | | L |
| Name | Class of shares allotted | Number allotted |
| Address | | |
| 1 | 1 | L |
| UK Postcode L. L. L. L. L. L. | L | 1 |
| Please enter the number of continuation sheets (if any) attached to this form | | J ' |
| Igned Date Adirector / secretary / administrator / administrative receiver / rec | | delete as appropris |
| | | |
| Lash and the said of the said | ny Secretary, Royal Bank | oi Canada Euroj |

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.

| Charles Fisher, Com | pany Secretary, Royal Bank of Canada Europe |
|---------------------|---|
| Limited, 71 Queen V | ictoria Street, London EC4V 4DE |
| | ^{Tel} 020 7653 4026 |
| DX number | DX exchange |