

Package: 'Laserform'
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88(2)

Return of Allotment of Shares

Please complete in typescript,
or in bold black capitals.

CHFP025

Company Number

1911126

Company name in full

CITIBANK 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

To

Day Month Year

Day Month Year

2 9 1 2 2 0 0 0

Class of shares

(ordinary or preference etc)

ORDINARY

Number allotted

21,777,070

Nominal value of each share

£1.00

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

£1.00

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

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)

The acquisition on 29 December 2000 of 21,777,070 Sterling Ordinary shares
of £1.00 each fully paid in CITIBANK INTERNATIONAL plc under an
Agreement, dated 29 November 2000, as amended by a Deed of Amendment,
dated 21 December 2000.

When you have completed and signed the form please 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
For companies registered in Scotland DX 235 Edinburgh



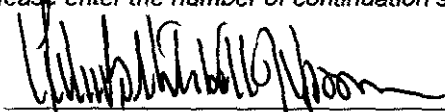
Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
Name CITIBANK OVERSEAS INVESTMENT CORPORATION		Class of shares allotted ORDINARY	Number allotted 21,777,070
Address New Castle Corporate Commons, One Penn's Way, New Castle, DELAWARE 19720, United States of America			
UK Postcode L L L L L L L			
Name 		Class of shares allotted 	Number allotted
Address 			
UK Postcode L L L L L L L			
Name 		Class of shares allotted 	Number allotted
Address 			
UK Postcode L L L L L L L			
Name 		Class of shares allotted 	Number allotted
Address 			
UK Postcode L L L L L L L			
Name 		Class of shares allotted 	Number allotted
Address 			
UK Postcode L L L L L L L			

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

0

Signed



Date

29 DECEMBER 2000

~~A Director / secretary / administrator / administrative officer / 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.

The Secretary, Citibank International plc

336 Strand, LONDON WC2R 1HB

Tel 020 7500 0817

DX number

DX exchange