



88(2)

Return of Allotment of Shares

Please complete in typescript,
or in bold black capitals.

CHFP010.

Company Number

19911126

911126

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

Day Month Year

2 5 1 0 2 0 0 1

To

Day Month Year

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

2,000,183

Nominal value of each share

£1.000

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

£1.000

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 of the whole of the issued share capital of Citibank Trustees

(Ireland) Limited from Citibank Overseas Investment Corporation and Nostro

Investment Corporation valued at £2,000,183.

When you have completed and signed the form send it to
the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

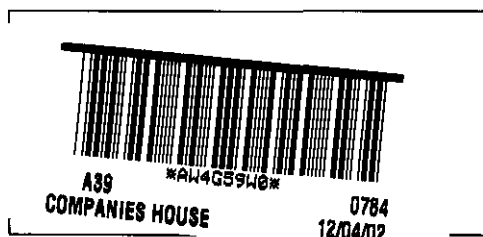
DX 33050 Cardiff

For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

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 2,000,183
Address New Castle Corporate Commons, One Penn's Way, New Castle, Delaware, 19720 United States of America		
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

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Signed

[Signature]

Date

10 April 2002

A director / secretary / administrator / administrative receiver / receiver manager / receiver

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.

Valerie Dickson, Schroder Salomon Smith Barney

120 Cheapside, London EC2V 6DS

Tel

DX number

DX exchange