Blueprint One World

88(2)

AMENDED Return of Allotment of Shares

Please complete in typescript, or in bold black capitals.

CHFP010

Company Number 2251540

Company Name in full Barclays Capital Leasing (No.166) 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
	30	09	2003			

Class of shares *(ordinary or preference etc)*	ORDINARY		
Number allotted	440,000,000		
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			

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)

A04 COMPANIES HOUSE 0624 11/03/04

A36 COMPANIES HOUSE 0474 24/02/04

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**

Company No 2251540

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

Shareholder details	Shares and share class allotted	
	Class of shares allotted	Number allotted
Name Barclays Group Holdings Limited	£1.00 ORDINARY	440,000,000
Address 54 Lombard Street, London, England		
UK postcode EC3P 3AH		
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 0

Signed CMCarson **For and on behalf of Barcosec Limited** **Date** 20/02/2004

~~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.

Alice Rivers, , Barclays Bank PLC, Group Corporate
Secretariat, 3rd Floor, 54 Lombard Street, London,
EC3P 3AH Tel
DX number DX exchange

Blueprint One World