

88(2)

Return of Allotment of Shares

Please complete in typescript,
or in bold black capitals.

CHFP001

Company Number

2445040

Company name in full

INDEMNITY INSURANCE 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	2	1	2	0	0

Class of shares
(ordinary or preference etc)

Number allotted

Nominal value of each share

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

ORD		
3000000		
£1		
£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 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)

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



A18
COMPANIES HOUSE

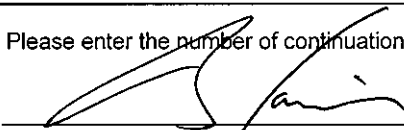
0731
27/12/03

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

Shareholder details	Shares and share class allotted	
Name CHURCHILL INSURANCE GROUP PLC Address CHURCHILL COURT WESTMORELAND ROAD BROMLEY KENT UK Postcode BR1 1L 1D 1P	Class of shares allotted ORD	Number allotted 3000000
Name Address UK Postcode L L L L L L L	Class of shares allotted 	Number allotted
Name Address UK Postcode L L L L L L L	Class of shares allotted 	Number allotted
Name Address UK Postcode L L L L L L L	Class of shares allotted 	Number allotted
Name Address UK Postcode L L L L L L L	Class of shares allotted 	Number allotted

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

Signed



Date 22/12/2003

~~Director / secretary / administrator / company secretary / company secretary~~

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.

P R Cassidy	
Crown House, 145 City Road	
London EC1V 1LP	Tel 020 7656 6000
DX number	DX exchange