

Company Number

02604354

Company name in full

BT Wireless 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

0 3 0 9 2 0 0 1

To
Day Month Year

Class of shares
(ordinary or preference etc.)

Ordinary

Number allotted

100

Nominal value of each share

£1

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

Full paid

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

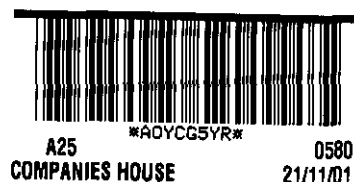
(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)

Transfer of shares in BT INTERKOM VERWALTUNGS GmbH and in
VIAG INTERKOM Management GmbH and assignment of all rights under a
a loan facility agreement between BT INTERKOM Holdings Limited and
VIAG INTERKOM GmbH & Co. KW3

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

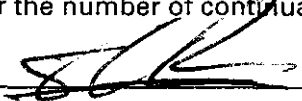


Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
Name BT Telecommunications plc		Class of shares allotted	Number allotted
Address 81 Newgate Street, London,			
UK Postcode EC1A 7AJ			
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			
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 sheet(s) (if any) attached to this form

Signed



Date

03 September 2001

A director / secretary / administrator / administrative manager / 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.

FRESHFIELDS BRUCKHAUS DERINGER

65 FLEET STREET, LONDON, ENGLAND, UNITED KINGDOM

EC4Y 1HS

Tel 020 7936 4000

DX number 23

DX exchange LONDON/CHANCERY LANE