

CHFP041

88(2)

Return of Allotment of Shares

Company Number

2811366

Company name in full

GTL RESOURCES PLC

Shares allotted (including bonus shares):

From

To

Dates or period during which
shares were allotted

(If shares were allotted on one date
enter that date in the "from" box)

Day Month Year

27 1 2002

Day Month Year

Class of shares

(ordinary or preference etc)

ORDINARY		
8,800,000		
1P		

Number allotted

Nominal value of each share

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

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
For companies registered in Scotland

DX 235
Edinburgh

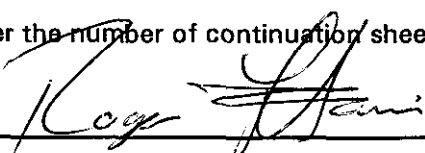


Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
Name WAVERLY INVESTMENTS LIMITED Address C/O RUDY FALLA, BACHMANN GROUP PO BOX 175, FRANCES HOUSE SIR WILLIAM PLACE ST PETER PORT GUERNSEY CHANNEL ISLANDS UK Postcode GY1 4HL		Class of shares allotted ORDINARY	Number allotted 3,500,000
Name R.C. GREIG NOMINEES Address 155 ST. VINCENT STREET GLASGOW UK Postcode G2 5DYL		Class of shares allotted ORDINARY	Number allotted 1,585,920
Name MR ERIC GROVE Address RYE HOUSE CATESBY LANE LAPWORTH, SOLIHULL UK Postcode B27 4QYL		Class of shares allotted ORDINARY	Number allotted 416,667
Name MS. LOUISE BRISCOE Address FOXBROOK COTTAGE OLD WARWICK ROAD ROWINGTON WARWICK UK Postcode CV3 5ZAA		Class of shares allotted ORDINARY	Number allotted 416,667
Name JAMES CAPEL (NOMINEES) LIMITED Address THAMES EXCHANGE 10 QUEEN STREET PLACE LONDON UK Postcode EC4R 1BL		Class of shares allotted ORDINARY	Number allotted 916,666

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

Signed



Date

7th Jan 03

A director / secretary / administrator / administrative receiver / 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.

ROGER HARRIS, MANAGING DIRECTOR	
GTC RESOURCES PLC, 60 ST. JAMES'S STREET	
LONDON SW1A 1LE Tel 020 7493 3393	
DX number	DX exchange

CHFP041

Return of Allotment of Shares

THIS IS A CONTINUATION SHEET (1/2)

Company Number

2811366

Company name in full

GTL RESOURCES PLC

Shares allotted (including bonus shares):

	From			To		
Dates 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
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)						

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:

Co

Forr

panies House, Crown Way, Cardiff CF14 3UZ DX 33050 Cardiff
companies registered in England and Wales

panies House, 37 Castle Terrace, Edinburgh EH1 2EB DX 235
companies registered in Scotland Edinburgh

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

Shareholder details		Shares and share class allotted	
Name <u>HSBC GLOBAL CUSTODY NOMINEES (UK) LTD</u>	Class of shares allotted <u>ORDINARY</u>	Number allotted <u>300,000</u>	
Address <u>MARINER HOUSE</u>			
<u>PEPYS STREET</u>			
<u>LONDON</u> UK Postcode <u>EC3N4DA</u>			
Name <u>HSBC GLOBAL CUSTODY NOMINEES (UK) LTD</u>	Class of shares allotted <u>ORDINARY</u>	Number allotted <u>200,000</u>	
Address <u>MARINER HOUSE</u>			
<u>PEPYS STREET</u>			
<u>LONDON</u> UK Postcode <u>EC3N4DA</u>			
Name <u>RENATO SCHAPI</u>	Class of shares allotted <u>ORDINARY</u>	Number allotted <u>200,000</u>	
Address <u>PFANNENSTILSTRASSE 14</u>			
<u>8835 FEUSISBERG</u>			
<u>SWITZERLAND</u>			
UK Postcode <u>LLLLLLL</u>			
Name <u>CHASE NOMINEES LTD</u>	Class of shares allotted <u>ORDINARY</u>	Number allotted <u>100,000</u>	
Address <u>PO BOX 18171</u>			
<u>125 LONDON WALL</u>			
<u>LONDON</u>			
UK Postcode <u>EC2Y5AU</u>			
Name <u>JAMES CAPEL (NOMINEES) LTD</u>	Class of shares allotted <u>ORDINARY</u>	Number allotted <u>161,050</u>	
Address <u>THAMES EXCHANGE</u>			
<u>10 QUEEN STREET</u>			
<u>LONDON</u> UK Postcode <u>EC4R1BL</u>			

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

2

Signed

Roy Adams

Date

7th Jan 03

A director / secretary / administrator / administrative receiver / 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.

Tel	
DX number	DX exchange

CHFP041

Return of Allotment of Shares

THIS IS A CONTINUATION FORM (20/2)

Company Number

2811 366

Company name in full

GTL RESOURCES PLC

Shares allotted (including bonus shares):

Dates 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
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)						

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

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

Shareholder details		Shares and share class allotted	
Name W.B. NOMINEES LTD		Class of shares allotted ORDINARY	Number allotted 1,000,000
Address SOPHIA HOUSE 76-80 CITY ROAD LONDON UK Postcode ECL42QL			
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

2

Signed

Roger Harris

Date

7th Jan 03

A director / secretary / administrator / administrative receiver / 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.

Tel	
DX number	DX exchange