Package:

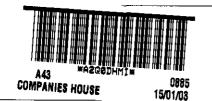
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Please complete in typescript.

| 88                      | 3(   | 2      | )   |
|-------------------------|------|--------|-----|
| <b>Return of Allotr</b> | nent | of Sha | res |

| or in bold black capitals.   |   |                        |  |  |  |
|--|---|------------------------|--|--|--|
| Company Number   | 03173552                                    |                        |  |  |  |
| Company name in full   | NTL INVESTMENT HOLDINGS LIMITED             |                        |  |  |  |
| Shares allotted (including bo  | onus shares):                               |                        |  |  |  |
|  | From  | То                     |  |  |  |
| 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  I O O I 2 O O 3             |                        |  |  |  |
| Class of shares<br>(ordinary or preference etc)  | ORDINARY                                    |                        |  |  |  |
| Number allotted  | ONE   |                        |  |  |  |
| Nominal value of each share  | £1.00                                       |                        |  |  |  |
| Amount (if any) paid or due on each share (including any share premium)  | £1,821,137,715·16                           |                        |  |  |  |
| List the names and addresses of  | the allottees and the number of shares allo | otted to each overleaf |  |  |  |
| If the allotted shares are full  | y or partly paid up otherwise than in       | cash please state:     |  |  |  |
| % that each share is to be treated as paid up  |   |                        |  |  |  |
| Consideration for which<br>the shares were allotted<br>(This information must be supported by<br>the duly stamped contract or by the duly<br>stamped particulars on Form 88(3) if the<br>contract is not in writing) |   |                        |  |  |  |



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

Companies House, Crown Way, Cardiff, CF14 3UZ

For companies registered in England and Wales

DX 33050 Cardiff

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   | Class of shares                 | Number              |  |
| NTL COMMUNICATIONS LIMITED   | allotted                        | allotted            |  |
| Address  |                                 |                     |  |
| NTL HOUSE, BARTLEY WOOD BUSINESS PARK, HOOK, HAMPSHIRE                                       | ORDINARY                        | ONE                 |  |
| UK Postcode الله الله الله الله الله الله الله الل   | 1                               | <u> </u>            |  |
| Name   | Class of shares                 | Number              |  |
|  | allotted                        | allotted            |  |
| Address  |                                 |                     |  |
|  |                                 |                     |  |
| UK Postcode  |                                 |                     |  |
| Name   | Class of shares allotted        | Number<br>allotted  |  |
| Address  |                                 |                     |  |
|  | L                               | L                   |  |
| UK Postcode  |                                 | L                   |  |
| Name   | Class of shares                 | Number              |  |
| Address  | allotted                        | allotted            |  |
| Address  |                                 |                     |  |
|  | <u> </u>                        | L                   |  |
| UK Postcode  | L                               | L                   |  |
| Name   | Class of shares allotted        | Number<br>allotted  |  |
| Address  |                                 |                     |  |
|  |                                 |                     |  |
| UK Postcode  |                                 | L                   |  |
| Please enter the number of continuation sheets (if any) attached to this f                   | orm O                           |                     |  |
| Signed R. Maur Date  | 10 January 2                    | QO3                 |  |
| A director secretary / administrator / administrative receiver / receiver manager / receiver | U                               | lete as appropriate |  |
| Please give the name, address, telephone number and, if available,                           | е                               |                     |  |

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a DX number and Exchange of the

person Companies House should contact if there is any query.

10 Snow Hill, London , EC1A 2AL

DOC ID: 1855396 Tel 020 7295 3000

DX number DX 79 DX exchange London/City