

COMPANIES FORM No. 88(2)(Rev 1988)

Return of allotments of shares

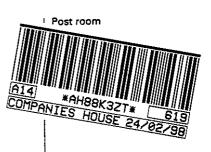
Pursuant to section 88(2) of the Companies Act 1985 (the Act)

88(2)

riease do not write in this margin	To the Registrar of Companies (address overleaf) (see note 1)	(REVISED 1988) This form replaces forms PUC2, PUC3 and 88(2)				
Please complete egibly, preferably n black type, or oold block lettering			ny number			
insert full name of company	1. Name of company					
	* OLD MUTUAL ASSET MANAGERS HOLDINGS (UK) LIMITED.					
	2. This section must be completed for all allotments					
† distinguish between ordinary	Description of shares †	ORDINARY				
preference, etc.	A Number allotted	3,000,000				
	B Nominal value of each	£1-00	£	£		
	C Total amount (if any) paid or due and payable on each share (including premium if any)	£3,000,000	£	£] §		
§ complete (a) or (b) as appropriate	Date(s) on which the shares were allotted (a) [on 3 FEBRUARY 19 98] §, or (b) [from 19 to 19 19] § The names and addresses of the allottees and the number of shares allotted to each should be given overleaf 3. If the allotment is wholly or partly other than for cash the following information must be given					
	(see notes 2 & 3) D Extent to which each share is to be treated as paid up Please use percentage.	100%				
	E Consideration for which the shares were allotted					
	NOTES 1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.					
	2. If the allotment is wholly or partly other than for cash, the return containing the information at D & E. The compart D & E and the delivery of the information must be accordingly required by section 88(2)(b) of the Act or by the duly state section 88(3) (Form No 88(3)).	ny may deliver to empanied by the	his information duly stamped	by completing contract		

3. Details of bonus issues should be included only in section 2.

Presentor's name address, telephone For official use number and reference (if any):



4. Names and addresses of the aliottees

Please do not write in the margin

Please complete legibly, preferably in black type, or bold block lettering

Names and Addresses	Number of	Number of shares allotted			
	Ordinary	Preference	Other		
OLD MUTUAL ASSET MANAGERS HOLDINGS (BERMUDA) LIMITED					
HOLDINGS (BERMUDA) LIMITED	3,000,000				
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lotal	B,000,000				

Where the space given on this form is inadequate, continuation sheets should be used and the number of sheets attached should be indicated in the box opposite:

NONE

‡ Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as

appropriate

Signed Below No

Designation + COMPANY SECRETARUA 20 FEB 98

Companies registered in England and Wales or Wales should deliver this form to:-

The Registrar of Companies Companies House Crown Way Cardiff CF4 3UZ Companies registered in Scotland should deliver this form to:-

The Registrar of Companies Companies House 100-102 George Street Edinburgh EH2 3DJ