

# 88(2)

## Return of Allotment of Shares

Please complete in typescript, or  
in bold black capitals.

CHFP021

Company Number

3471082

Company name in full

GMAC-RFC Holdings 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
0	4	1 2	2	0	0 7

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Class of shares  
(ordinary or preference etc)

Ordinary

Number allotted

120,000,000

Nominal value of each share

£1 00

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

£120,000,000

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

N/A

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)

N/A

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

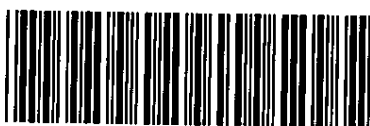
Companies House, Crown Way, Cardiff CF14 3UZ  
For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB  
For companies registered in Scotland

DX 235 Edinburgh  
or LP - 4 Edinburgh 2

THURSDAY



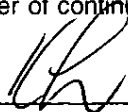
A24 13/12/2007 269  
COMPANIES HOUSE

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

Shareholder details		Shares and share class allotted	
<b>Name</b> Residential Funding Company, LLC		<b>Class of shares allotted</b>  Ordinary Ordinary	<b>Number allotted</b>  90,000,000 30,000,000
<b>Address</b> 8400 Normandale Lake Boulevard, Minneapolis, Minnesota 55437 USA			
UK Postcode    _ _ _ _ _			
<b>Name</b> 		<b>Class of shares allotted</b>  	<b>Number allotted</b>  
<b>Address</b> 			
UK Postcode    _ _ _ _ _			
<b>Name</b> 		<b>Class of shares allotted</b>  	<b>Number allotted</b>  
<b>Address</b> 			
UK Postcode    _ _ _ _ _			
<b>Name</b> 		<b>Class of shares allotted</b>  	<b>Number allotted</b>  
<b>Address</b> 			
UK Postcode    _ _ _ _ _			
<b>Name</b> 		<b>Class of shares allotted</b>  	<b>Number allotted</b>  
<b>Address</b> 			
UK Postcode    _ _ _ _ _			

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

Signed



Date 04/12/2007

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Karen Edmonds, GMAC-RFC Ltd, Eastern Gate, Brants Bridge, Bracknell, Berkshire RG12 9BZ

Tel 01344 783090

DX number 122530

DX exchange Bracknell (2)