



BLUEPRINT
Company Secretary

*Please complete in typescript, or
in bold black capitals.*

CHFP055

Company Number

3755033

Company Name in full

MELLON EUROPE LIMITED

88(2)

Return of Allotment of shares

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	9	0	1	2	0	0	3				

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)*

Ordinary		
28,630,000		
£1.000		

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

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)*



Col

A36
COMPANIES HOUSE

0481
04/03/03

COMPANIES HOUSE

22/02/03

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

Companies House, Crown Way, Cardiff CF14 3UZ
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 NEPTUNE LLC		Class of shares allotted	Number allotted
Address 1013 CENTER ROAD WILMINGTON, NEWCASTLE COUNTY DELAWARE 19805 U.S.A.		Ordinary	28,630,000
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 sheets (if any) attached to this form

0

Signed

Dara Graham

Date

27/12/02

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

Please delete as appropriate

Please give the name and address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

</

D

Dara Graham
Legal Affairs Department
Mellon Europe Limited
Princess House
1 Suffolk Lane
London EC4R 0AN