

for the record

Return of Allotment of Shares

Please complete in typescript, or in bold black capitals. CHWP000

| Company No | ımber |
|------------|-------|
|------------|-------|

4067993

Company name in full

| ERM HOLDINGS LIN | MITED | | |
|------------------|--------------|------|------|
| | | | |

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 Month Year Month Year Day Day 0 0 + 0 ١0 0

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)

| | | | | | |
|----------|-----|---|-------------|-------------|--|
| C ORDINA | ARY | | | | |
| 1000 | | _ | | | |
| \$0.01 | | | | | |
| \$0 | | | | | |

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)

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

31/12/02

Companies House, Crown Way, Cardiff CF14 3UZ

DX 33050 Cardiff

For companies registered in England and Wales

DX 235 Edinburgh

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

COMPANIES HOUSE

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

| Shareholder details | Shares and share | class allotted |
|---|--------------------------|-----------------------|
| Name SEE ATTACHMENT | Class of shares allotted | Number allotted |
| Address | - | |
| | | |
| UK Postcode | | L |
| Name | Class of shares allotted | Number allotted |
| Address | - | |
| | | 1 |
| UK Postcode | l | |
| Name | Class of shares allotted | Number allotted |
| Address | - | |
| | | |
| UK Postcode | | |
| Name | Class of shares allotted | Number allotted |
| Address | | |
| | - | L |
| UK Postcode | | L |
| Name | Class of shares allotted | Number allotted |
| Address | | |
| | _ | L |
| UK Postcode | | |
| Please enter the number of continuation sheets (if any) attached to this | form | |
| Signed Da A director / secretary / administrator / administrative receiver / receiver manager / receiver | ate 24 (12 (02) | delete as appropriate |
| Places give the name address | 7.0000 | 20.010 do appropriato |

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.

| LITTAUER, 8 | CAVENDISH |
|-------------|-----------------|
| SQUARE, LO | NDON |
| W1G 0ER | Tel 02074657363 |
| DX number | DX exchange |

ERM Holdings Limited 4067993

| Ÿ | Name | Address | Class of share | Number allotted |
|----------------------|---------------|--|----------------|--------------------|
| Bidwell | Robin | c/o ERM, 8 Cavendish Square, London, W1G 0ER, United Kingdom | C Ordinary | 200 |
| Deal | John | 411 Carolina Blvd, Isle of Palms, South Carolina 29451, United States | C Ordinary | 100 |
| Doherty | Shawn | 13406 General Gresham Lane, Cypress, TX 77429, United States | C Ordinary | 10 |
| Hollingshad | Nicholas | 7600 Emerson Lane, Flower Mound, TX 75028, United States | C Ordinary | 20 |
| Keller | Philip | 30 Meadowbank, Prinrose Hill, London NW3 3AY, United Kingdom | C Ordinary | 100 |
| Lorenz | William | 1310 Tomahawk Circle, Newtown Square, PA 19073, United States | C Ordinary | 20 |
| Marcoaldi | Carlo Alberto | Piazzale Libia 7, Milan, Italy | COrdinary | 208 |
| Nair | Chandran | ERM - Hong Kong, Ltd 21/F Lincoln House 979 King's Road Taikoo Place Hong Kong | C Ordinary | 20 |
| Regan | Peter | 710 Colorado Street, Austin, Texas, 78701, United States | C Ordinary | 200 |
| Rowley | Peter | c/o Frensham House, Hundhead Rd, Haslemere, Surrey, GU27 3PJ, United Kingdom | C Ordinary | 20 |
| Sevick | Daniel | 1141 Dorset Drive, West Chester, PA 19382, United States | COrdinary | 09 |
| Torti | Julio | Av Santa Fe 1752-2A, Buenos Aires 1060, Argentina | C Ordinary | 20 |
| Total 1 October 2002 | | | | 1,000 |
| | | | | |