Package:

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Please complete in typescript, or in bold black capitals.

CHFP025



Return of Allotment of Shares

| Company Number | 4086466 | | | | |
|---|---|--|--|--|--|
| Company Number | RCD1 LIMITED | | | | |
| Company name in full | | | | | |
| | | | | | |
| Shares allotted (including I | bonus shares): | | | | |
| | From To | | | | |
| Date or period during which shares were allotted | Day Month Year Day Month Year | | | | |
| (If shares were allotted on one date enter that date in the "from" box) | 310/10/210100 | | | | |
| Class of shares (ordinary or preference etc) | Ordinary | | | | |
| Number allotted | 109,999 | | | | |
| Nominal value of each share | £1 | | | | |
| Amount (if any) paid or due on eac share (including any share premium) | :h | | | | |
| List the names and addresses of | of the allottees and the number of shares allotted to each overleaf | | | | |
| If the allotted shares are fu | lly or partly paid up otherwise than in cash please state: | | | | |
| % that each share is to be treated as paid up | Fully | | | | |
| Consideration for which the shares were allotted | The entire issued share capital of Northern & Shell Network Limited | | | | |

COMPANIES HOUSE 25/01/01

0455

18/01/01

13/12/00

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

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB For companies registered in Scotland DX 235 Edinburgh

A21 COMPANIES HOUSE

COMPANIES HOUSE

(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)

| Names and addresses of the allottees | (List | joint share allotments consecutively, |
|--------------------------------------|-------|---------------------------------------|
|--------------------------------------|-------|---------------------------------------|

| Shareholder details | Shares and share class allotted | |
|---|---------------------------------|----------------------------|
| Name Guinness Flight Trustees S.A.R.L. Address | Class of shares allotted | N umber allotted |
| Guinness Flight House, La Plaiderie, St Peter Port, | Ordinary | 109,999 |
| Guernsey, British Channel Islands | | |
| UK Postcode و ۲ و ۱ و ۱ و ۱ و ۱ و ۱ و ۱ و ۱ و ۱ و ۱ | | <u> </u> |
| Name | Class of shares allotted | Number allotted |
| Address | | |
| | | L |
| UK Postcode | | <u> </u> |
| Name | Class of shares allotted | Number allotted |
| Address | - | |
| | . L | L |
| UK Postcode | | L |
| Name | Class of shares | Number |
| | allotted | allotted |
| Address | | |
| <u></u> | | L |
| UK Postcode | | L |
| Name | Class of shares | Number |
| Address | allotted | allotted |
| L | L | <u> </u> |
| | | <u> </u> |
| UK Postcode | | <u> </u> |
| Please enter the pumber of continuation sheets (if any) attached to this to | e 24/11/2000 | 5 |
| A director / secretary / xolodo instrutor / xada distrutore research / ceretary / xada distrutore / recretary / xada distrutore / rescriptore | xex. Please de | elete as appropriate |
| Please give the name, address, Ashurst Morris Crisp Re | ef: FXM/1900899/NOR | 10.00001 |

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

| Ashurst Morris Cr | risp Ref: FXM/1900899/NOR10.00001 | |
|--|-----------------------------------|--|
| Broadwalk House, 5 Appold Street, London | | |
| EC2A 2HA | Tel 0207 638 1111 | |
| DX number 639 | DX exchange London / City | |