

88(2)

Please complete in typescript, or in bold black capitals.

Return of Allotment of Shares

CHWP007

Company Number

4789193

Company name in full

C.G.I.S. (NO.3) FINANCE FOURTEEN 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

Day Month Year

3 | 1 | 1 | 2 | 2 | 0 | 0 | 3

To

Day Month Year

| | | | | | | |

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

36,246,313

Nominal value of each share

£1

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

£1

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

100% (nominal value)

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)

See 1 in Addendum

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

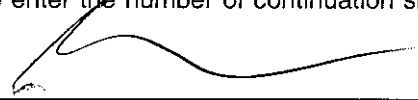


Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details	Shares and share class allotted	
Name <u>CGIS Group (No.3) Limited</u> Address <u>10 Upper Berkeley Street, London</u> UK Postcode <u>W 1 H 7 P E</u>	Class of shares allotted <u>Ordinary</u>	Number allotted <u>36,246,313</u>
Name Address UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted 	Number allotted
Name Address UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted 	Number allotted
Name Address UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted 	Number allotted
Name Address UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted 	Number allotted

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

Signed



Date

31-12-2003

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

Please delete as appropriate

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.

LANDWELL

1 EMBANKMENT PLACE, LONDON, WC2N 6DX

(REF: 0146)

Tel **0207 212 1616**

DX number **40003**

DX exchange **COVENT GARDEN**

Addendum

1. The nominal value of the shares is paid up by the transfer by CGIS Group (No.3) Limited to the Company of:

(i) a note issued by C.G.I.S. St Paul's House Limited in the principal amount of £13,911,951 dated 31 December 2003;

(ii) a note issued by C.G.I.S. Tewkesbury Limited in the principal amount of £7,788,160 dated 31 December 2003;

(iii) a note issued by C.G.I.S. Brierley Hill Limited in the principal amount of £5,488,743 dated 31 December 2003;

(iv) a note issued by C.G.I.S. Littlehampton Limited in the principal amount of £6,946,778 dated 31 December 2003; and

(v) a note issued by C.G.I.S. Sale Limited in the principal amount of £ ^{3,014,839} / dated 31 December 2003.