

Return of Allotment of Shares

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

CHFP010

Company Number

2641728

Company Name in full

QBE International Holdings (UK) PLC

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
2	7	1 1

To

Day	Month	Year

Class of shares

(ordinary or preference etc)

B ORDINARY £1.00

Number allotted

94,435,000

Nominal value of each share

£1.00

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

£1.00

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)

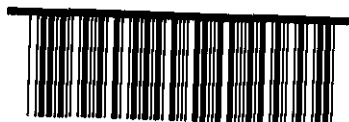
When you have completed and signed the form send it to
the Registrar of Companies at:

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



A57
COMPANIES HOUSE
COMPANIES HOUSE

ANX106SA

0231
21/12/01
14/12/01

Names and addresses of the allottees

(List joint share allotments consecutively) Company No 2641728

Shareholder details	Shares and share class allotted	
Name QBE Insurance Group Limited	Class of shares allotted £1.00 B ORDINARY £1.00	Number allotted 94,435,000
Address Level 2, 82 Pitt Street, SYDNEY, Australia		
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

H G Pallot

Date

10 December 2001

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

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.

H G Pallot , QBE International Insurance, The Corn	
Exchange, 55 Mark Lane, London, EC3R 7NE	
Tel	
DX number	DX exchange