

Return of Allotment of Shares

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

CHFP010

Company Number

1821312

Company Name in full

Guardian Royal Exchange 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

0	9	1	1	2	0	0	1
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To

Day Month Year

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Class of shares

(ordinary or preference etc)

ORDINARY

Number allotted

162,386,980

Nominal value of each share

£0.0525

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

£2.765

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%

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)

40,557,142 shares of AXA Insurance plc, having a
value of £449,000,000

**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



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COMPANIES HOUSE

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

Company No 1821312

Shareholder details	Shares and share class allotted	
Name AXA UK plc	Class of shares allotted £0.0525 ORDINARY	Number allotted 162,386,980
Address 107 Cheapside, London, England		
UK postcode EC2V 6DU		
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

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Signed

[Signature]

Date

11 January 2002

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.

AXA UK plc, Group Company Secretary's Department, 107	
Cheapside, EC2V 6DU, London	
Tel	
DX number	DX exchange