

**STOCK
TRANSFER
FORM**

* RD0330
01.00

(above this line for Registrars only)

Certificate lodged with the Registrar

Consideration Money £ 11 000 000 -00

(For completion by the Registrar/Stock Exchange)

Name of
Undertaking.

LONDON BOROUGH OF BRENT

Description of
Security.

5.29% REPAYABLE 12/2/2043

Number or amount of
Shares, Stock or other
security and, in figures
column only, number
and denominations of
units, if any.

Words

ELEVEN MILLION POUNDS

Figures

£ 11 000 000 -00

(units of)

Name(s) of registered
holder(s) should be
given in full; the address
should be given where
there is only one holder.

If the transfer is not
made by the registered
holder(s) insert also the
name(s) and capacity
(e.g., Executor(s)), of
the person(s) making
the transfer.

In the name(s) of

**DRESDNER BANK AG
LONDON BRANCH
RIVERBANK HOUSE
2 SWAN LANE
LONDON
EC4R 3UX**

I/We hereby transfer the above security out of the name(s) aforesaid to the person(s) named below or to the several persons named in Parts 2 of Brokers Transfer forms relating to the above security:

Delete words in italics except for stock exchange transactions.

Signature(s) of transferor(s)

1. Authorized Signature
Dresdner Bank AG London Branch
2. Signature
Dresdner Bank AG London Branch
3. Signature
Dresdner Bank AG London Branch

Bodies corporate should execute under their common seal.

Stamp of Selling Broker(s) or, for transactions which are not stock exchange transactions, of Agent(s), if any, acting for the Transferor(s).

**DRESDNER BANK AG
LONDON BRANCH
20 FENCHURCH STREET
LONDON
EC3P 3DB**

Date

Full name(s) and full postal
address(es) (including County or,
if applicable, Postal District
number) of the person(s) to
whom the security is transferred.

Please state title, if any, or
whether Mr., Mrs. or Miss.

Please complete in typewriting or
in Block Capitals.

EUROHYPO Europäische Hypothekbank S.A.
5, rue Heienhaff (Airport Center)
1736 Senningerberg
LUXEMBOURG

I/We request that such entries be made in the register as are necessary to give effect to this transfer.

Stamp of Buying Broker(s) (if any)

Stamp or name and address of person lodging this form
if other than the Buying Broker(s)

The security represented by the transfer overleaf has been sold as follows:—

.....Shares/StockShares/Stock
.....Shares/StockShares/Stock
.....Shares/StockShares/Stock
.....Shares/StockShares/Stock

Balance (if any) due to Selling Broker(s)

Amount of Certificate(s)

Brokers Transfer Forms for above amounts certified

Stamp of certifying Stock Exchange

Stamp of Selling Broker(s)

FORM OF CERTIFICATE REQUIRED WHERE TRANSFER IS EXEMPT FROM STAMP DUTY

Instruments executed on or after 1st May 1987 effecting any transactions within the following categories are exempt from stamp duty:—

- A. The vesting of property subject to a trust in the trustees of the trust on the appointment of a new trustee, or in the continuing trustees on the retirement of a trustee.
- B. The conveyance or transfer of property the subject of a specific devise or legacy to the beneficiary named in the will (or his nominee). Transfers in satisfaction of a general legacy of money should not be included in this category (see category D below).
- C. The conveyance or transfer of property forming part of an intestate estate to the person entitled thereto (or his nominee). Transfers in satisfaction of the transferee's entitlement to cash in the estate of an intestate, where the total value of the residuary estate exceeds that sum, should not be included in this category (see category D below).
- D. The appropriation of property within section 84(4) of the Finance Act 1985 (death: appropriation in satisfaction of an interest of execution or of a general legacy of money) or section 84(5) or (7) of that Act (death: appropriation in satisfaction of an interest of execution or of a general legacy of money).
- G. The conveyance or transfer of property on and in consideration only of marriage to a party to the marriage (or his nominee) or to trustees to be held on the terms of a settlement made in consideration only of the marriage. A transfer to a spouse after the death of a marriage is not within this category, but is made pursuant to an ante-nuptial contract.
- H. The conveyance or transfer of property within section 83(2) of the Finance Act 1985 (marriage: property transferred pursuant to an ante-nuptial contract).
- I. The conveyance or transfer by the liquidator of property which formed part of the assets of the company in liquidation to a shareholder of that company (or his nominee) in or towards satisfaction of the shareholder's rights on a winding-up.
- J. The grant in fee simple of an easement in or over land for no consideration or money or money's worth.
- K. The grant of a servitude for no consideration in money or money's worth.
- L. The conveyance or transfer of property operating as a voluntary disposition for other value, no consideration in money or money's worth nor any consideration referred to in section 57 of the Stamp Act 1891 (conveyance in consideration of a debt etc.).
- M. The conveyance or transfer of property by an instrument within section 84(1) of the Finance Act 1985 (death: varying disposition).

- (1) "I" or "We". (1) hereby certify that the transaction in respect of which this transfer is made is one which falls within the category (2) above. (1) confirm that (1) have been duly authorised by the transferor to sign this certificate and that the facts of the transaction are within (3) knowledge (4)
- (2) Insert appropriate category. Signature(s) Description ("Transferor", "Solicitor", etc.)
- (3) "My" or "Our".
- (4) Delete second sentence if the certificate is given by the transferor or his solicitor.

NOTES

- (1) If the above certificate has been completed, this transfer does not need to be submitted to the Controller of Stamps but should be sent directly to the Company or its Registrars.
- (2) If the above certificate is not completed, this transfer must be submitted to the Controller of Stamps and duly stamped. (See below).

FORM OF CERTIFICATE REQUIRED WHERE TRANSFER IS NOT EXEMPT BUT IS NOT LIABLE TO AD VALOREM STAMP DUTY

Instruments of transfer, other than those in respect of which the above certificate has been completed, are liable to a fixed duty of £5.00 when the transaction falls within one of the following categories:—

- (a) Transfer by way of security for a loan or re-transfer to the original transferor on repayment of a loan.
- (b) Transfer, not on sale and not arising under any contract of sale and where no beneficial interest in the property passes: (i) to a person who is a mere nominee of, and is nominated only by, the transferor; (ii) from a mere nominee who has at all times held the property on behalf of the transferee; (iii) from one nominee to another nominee of the same beneficial owner where the first nominee has at all times held the property on behalf of that beneficial owner. (NOTE—This category does not include a transfer made in any of the following circumstances: (i) by a holder of stock, etc., following the grant of an option to purchase the stock, to the person entitled to the option or his nominee; (ii) to a nominee in contemplation of a contract for the sale of the stock, etc., then about to be entered into; (iii) from the nominee of a vendor, who has instructed the nominee orally or by some unstamped writing to hold stock, etc., in trust for a purchaser, to such purchaser.)

- (1) "I" or "We". (1) hereby certify that the transaction in respect of which this transfer is made is one which falls within the category (2) above.
- (2) Insert "(a)" or "(b)".
- (3) Here set out concisely the facts explaining the transaction. Adjudication may be required.

Date 20

Signature

Description

Transfers Transferees

NOTE—The above certificate should be signed either by all the transferors and transferees, or a member of a Stock Exchange or a Solicitor acting for one or other of the parties, or an accredited representative of a bank. In other cases the certificate should be signed by a Solicitor or other person (e.g. a bank acting as trustee or executor) having a full knowledge of the facts.