

G**Return of allotments of Shares**

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

88(2)**To the Registrar of Companies**

Company Number

(REVISED 1988)

This form replaces forms PUC2, PUC3 and 88(2)

1. Name of company

78026

IMPERIAL TOBACCO OVERSEAS LIMITED

2. This section must be completed for all allotments

Description of Shares	£1 Ordinary		
A Number allotted	933,934		
B Nominal value of each	£ 1.00		
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 236.2558		

Date(s) on which shares were allotted on 1 July 1998
from _____ to _____

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

3. If the allotment is wholly or partly other than for cash the following information must be given **(see notes 2 & 3)**

D Extent to which each share is to be treated as paid up (%)	100%		
E Consideration for which the shares were allotted CASH			

NOTES

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required by section 88(2)(b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).
3. Details of bonus issues should be included only in section 2.

Presenter's name, address, telephone number and reference (if any):

CHAPP

MR R C HANNAFORD, IMPERIAL TOBACCO LIMITED, PO BOX 244, SOUTHVILLE, BRISTOL, BS99 7UJ

01179 636636

For official use

Post room

A02 *A14PG7Y6* 478
COMPANIES HOUSE 17/07/98

Names and addresses of the allottees

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
IMPERIAL TOBACCO HOLDINGS (1) LIMITED P.O. BOX 244, UPTON ROAD, BRISTOL, BS99 7UJ	933,934		
TOTAL	933,934		

Where the space given on this form is inadequate,
continuation sheets should be used and the number of
sheets attached should be indicated in the box opposite

Signed *M. H. H. H.* Designation Director Date 1 July 1998