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COMPANIES FORM No. 88(2)(Rev 1988)

# Return of allotments of shares

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

# 88(2)

**(REVISED 1988)**

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

Please do not write in this margin

To the Registrar of Companies (**address overleaf**)
(see note 1)

Please complete legibly, preferably in black type, or bold block lettering

Company number

| 115938 |

* insert full name of company

1. Name of company

*THE WELSH INSURANCE CORPORATION LIMITED

2. This section must be completed for all allotments

† distinguish between ordinary preference, etc.

| Description of shares † ORDYNARY SHARES | | | |
|---|---|---|---|
| A Number allotted | 30,701,164 | | |
| B Nominal value of each | £ 1 | £ | £ |
| C Total amount (if any) paid or due and payable on each share (including premium if any) | £30,701,164 | £ | £ |

§ complete (a) or (b) as appropriate

Date(s) on which the shares were allotted

(a) [on _17ᵗʰ DECEMBER_ 19 _97_ ] §, or

(b) [from _____ 19 ____ to _____ 19 ____ ] §

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. Please use percentage. | | | |
|---|---|---|---|
| E Consideration for which the shares were allotted _____ | | | |

## 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.

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

COMMERCIAL UNION plc
ST. HELENS
1 UNDERSHAFT
LONDON EC3P 3DQ.
(REF KP5).

For official use

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**4. Names and addresses of the allottees**

| Names and Addresses | Number of shares allotted | | |
|---|---|---|---|
| | Ordinary | Preference | Other |
| COMMERCIAL UNION PARTICIPATIONS S.A. | 30,701,164 | | |
| 52, RUE DE LA VICTOIRE | | | |
| 75009 | | | |
| PARIS | | | |
| FRANCE | | | |
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| | 30,701,164 | | |
| Total | 30,701,164 | | |

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 _Keith Coleupenry_ Designation‡ _SECRETARY_ Date _22/1/98_

AUTHORISED SIGNATORY
FOR AND ON BEHALF OF
COMMERCIAL UNION COMPANY
SECRETARIAL SERVICES LIMITED

‡ Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Companies registered in England and Wales or Wales should deliver this form to:-

Companies registered in Scotland should deliver this form to:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF4 3UZ

The Registrar of Companies
Companies House
100-102 George Street
Edinburgh
EH2 3DJ