

G**Return of allotments of shares****88(2)**

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

(REVISED 1988)This form replaces forms
PUC2, PUC3 and 88(2)To the Registrar of Companies (address overleaf)
(see note 1)

Company number

-124842-

1. Name of company

* Portmeirion Potteries (Holdings) PLC

2. This section must be completed for all allotments

Description of shares †	Ordinary		
A Number allotted	320		
B Nominal value of each	£ 0.05	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 3.73	£	£

Date(s) on which the shares were allotted

(a) [on 14 February 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):

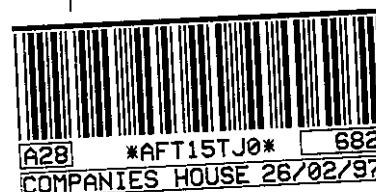
KPMG

Festival Way
Stoke-on-Trent
Staffordshire
ST1 5TA

Our Ref: reg/pls/msg/pp

For official use

Post room



4. Names and addresses of the allottees

Please do not
write in the
margin

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

[illegible]

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:

□

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

Signed R. L. Moore Designation: SECRETARY

Date 21/2/97

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**