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Please do not write in this margin

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

\* Insert full name of company

f Distinguish between ordinary preference, etc

§ Complete
(a) or (b) as
appropriate

## COMPANIES FORM NO. 88(2) (Rev 1988)

## Return of allotments of shares

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

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

 $88_{(2)}$ 

(REVISED 1988)
This form replaces forms
PUC2, PUC3 and 88(2)

Company Number 173691

1. Name of company	 	<u> </u>	 -		
* WADDINGTON PLC					
			 	.=-	

2. This section must be completed for all allotments

∮Description of shares	ORDINARY	ORDINARY	ORDINARY
A Number allotted	41,250	3,093	67,032
B Nominal value of each	£0.25	£0.25	£0.25
C Total amount (if any) paid or due and payable on each share (including premium if any)	£1.76	£2.26	£2.19

Da	ate(s) on which the shares were allotte	ed			· · · · · · · · · · · · · · · · · · ·	<del>- , ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</del>	PP-
(a	) [on 23rd September 1997]§, or						
(b	) [ from	_ 19	to		19	]§	ļ
Th ov	ne names and addresses of the allotte verleaf.	es and the	e number of	shares allotte	ed to each s	hould be given	
	If the allotment is wholly or partly other (see notes 2 & 3)	er than for	r cash the fo	ollowing inform	mation must	be given	
D	Extent to which each share is to be to Please use percentage	reated as	paid up				
Ε	Consideration for which the shares were allotted						
							-
_							

## Notes

- This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
- 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))
- Details of bonus issues should be included only in section 2

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

IRG/TP/KT



4. I	Names	and	addresses	of	the	allottees
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Please dirifot write in the margin

	Number of shares allotted			Please complete
Names and Addresses	Ordinary	Preference	Other	legibly, preferably
GREENWOOD NOMINEES LIMITED	111,375			in black type, or bold block lettering
8 TELEGRAPH STREET				
LONDON EC2R 7AR				
PARTICIPANT ID: 142GW				
DESIGNATION: ESOS		,		
· · · · · · · · · · · · · · · · · · ·				
Total	111,375			
	<u>,                                     </u>		·	
Where the space given in this form is inadequate, continuation sheets should be used and the number of sheets attached should				**Insert Director, Secretary Administrator
e indicated in the box opposite:				Administrative Receiver, Receiver

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

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

Companies registered in Scotland should deliver this form to:

Date

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

Signed

Designation\*\*