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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

† distinguish
between
ordinary
preferences, 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

265178

1. Name of Company

* **MANSELL PLC**

2. This section must be completed for all allotments

Description of shares †	ordinary		
A Number allotted	200,752		
B Nominal value of each	£ 0.25	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 1.594	£	£

Date(s) on which the shares were allotted

(a) [on 28 August 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.	100%		
E Consideration for which the shares were allotted The shares were allotted as part consideration for the sale to Mansell of the shares held by J.M. Tweed and G.M. Reid in Station Maintenance Limited and the shares held by Tanagra Limited in Sunnymount Limited (as more particularly set out in the attached agreement and stock transfer forms).			

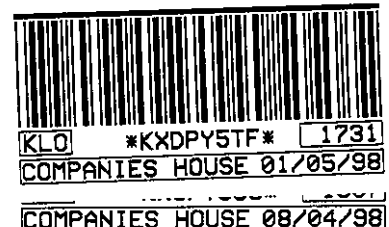
NOTES

1. This form should be delivered to the Register 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):

S. Tonks
Norton Rose
Kempson House
Camomile Street
London
EC3A 7AN

For official Use



Please do not
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**Please complete
legibly, preferably
in black type, or
bold block lettering**

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:

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

Designation Administrative receiver Date 31/3/88

**Companies registered in Scotland
should deliver this form to:**

**The Registrar of Companies
Companies Registration Office
37 Castle Terrace
Edinburgh
EH1 2EB**