

**Return of allotments of shares****88(2)****(REVISED 1988)****This form replaces forms  
PUC2, PUC3 and 88(2)**

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

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

Company number

298073

Please do not  
write in this  
marginPlease complete  
legibly, preferably  
in black type, or  
bold block lettering\* Insert full name  
of company† Distinguish  
between  
ordinary,  
preference, etc.‡ Complete  
(a) or (b) as  
appropriate

## 1. Name of company

• Powell Duffryn plc

## 2. This section must be completed for all allotments

Description of shares†	Ordinary	Ordinary	Ordinary
A Number allotted	50	86	149
B Nominal value of each	XX .50p	XX .50p	XX .50p
C Total amount (if any) paid or due and payable on each share (including premium if any)	XX 311.5p	XX 487.7p	XX 354.8p

Date(s) on which the shares were allotted

(a) [on \_\_\_\_\_ 19 \_\_\_\_]§, or

(b) [from 2 October 19 97 to 1 November 1997]§

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			

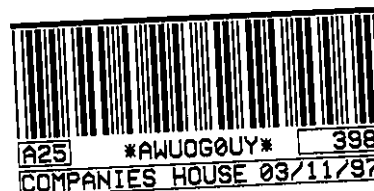
**Notes**

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.

Presenter's name, address,  
telephone number and reference  
(if any):R G Lee  
Powell Duffryn House  
London Road  
Bracknell  
Berks RG12 2AQ

For official use

Post room



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

[illegible]

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

The Registrar of Companies  
Companies Registration Office  
102 George Street  
Edinburgh  
EH2 3DJ

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. Powell Duffryn plc

\* Insert full name  
of company**2. This section must be completed for all allotments**† Distinguish  
between  
ordinary,  
preference, etc

Description of sharest	Ordinary	Ordinary	Ordinary
<b>A</b> Number allotted	1,467	3,047	1,790
<b>B</b> Nominal value of each	£ .50p	£ .50p	£ .50p
<b>C</b> Total amount (if any) paid or due and payable on each share (including premium if any)	£ 393.4p	£ 221.4p	£ 355.2p

Date(s) on which the shares were allotted

(a) [on \_\_\_\_\_ 19 \_\_\_\_] £, or

(b) [from 2 October 19 97 to 1 November 1997] £

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

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

<b>D</b> Extent to which each share is to be treated as paid up. Please use percentage.			
<b>E</b> Consideration for which the shares were allotted.			

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telephone number and reference  
(if any):R G Lee  
Powell Duffryn House  
London Road  
Bracknell  
Berks RG12 2AQ

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Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Please see attached			
Total			

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 1 Brady Designation: Secretary Date 31.10.97

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

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

Companies registered in Scotland  
should deliver this form to:-

The Registrar of Companies  
Companies Registration Office  
102 George Street  
Edinburgh  
EH2 3DJ

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

# Names, Addresses and Number of Shares issued this month

Name and Address	No of Shares	Price
Mr Anthony Brian Harding 29 Maplefield Park Street St Albans Herts AL2 2BE	503	393.4p
Mr George Arthur Hughes 17 Vicarage Road Moordown Bournemouth Dorset BH9 2SA	677	221.4p
Mr Andrew Philip Cotton 7 Yarlinton Close Bishops Cleeve Cheltenham Glos GL52 4YX	629 749	393.4p 355.2p
Mr Roger Albert Gellett 11 St Catherines Ruislip Middlesex	818 110	355.2p 393.4p
Mr David Leonard AllBrighton 41 Enfield Crescent Oakdale Poole Dorset BH15 3SJ	677	221.4p
Mr Michael Kibble 2 Smallbrook Road Ross on Wye Herefordshire HR9 7DW	1,693	221.4p
Mrs Maureen Riggs 95 Gough Crescent Poole Dorset BH17 7JJ	152 103 38	393.4p 354.8p 311.5p
Mr Robert Muir Powell 7 Hazell Way Stoke Poges Slough Bucks SL2 4BN	163 86 73 46 12	355.2p 487.7p 393.4p 354.8p 311.5p
Mr John Goudie 97 Hampton Road Knowle West Midlands B93 0NU	60	355.2p