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

Return of allotments of shares

88(2)

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

Please do not
write in this
margin

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

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

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

Company Number

307397

1. Name of company

* insert full name
of company

* MENTMORE ABBEY plc

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc.

Descriptions of shares†	ORDINARY		
A Number allotted	5,921,348		
B Nominal value of each	£0.10p	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£	£	£

§ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 21 SEPTEMBER 1999] §, 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	1.7228 MENTMORE ABBEY SHARES FOR EACH BIRKBY SHARE		

NOTES

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.

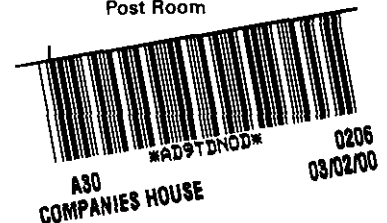
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required 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):

For official Use

Post Room



Please do not
write in the
margin

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

[illegible]

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

Signed C. J. Byrdale Designation: DIRECTOR Date: 2/2/00

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

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

Run Date: 24-JAN-2000 04:27PM
Ref: RS2802 V4.1a
Company Code: PLAP

307397
A/D 21/09/99

Return of Allotment

MENTMORE ABBEY PLC

ORDINARY SHARES OF 10P Issued on 27-SEP-1999

Name and Address of Shareholder	Holding
BARCLAYSHARE NOMINEES LIMITED 54 LOMBARD STREET LONDON EC3P 3AH	18,363
MRS STELLA BAXTER 12 WINDMILL LANE EPSOM SURREY KT17 1HY	268
RONALD JOSEPH GEORGE BOYCE ESQ 1 CLANTILEW ROAD PORTADOWN CO ARMAGH BT62 1RE	1
CHASE NOMINEES LIMITED P O BOX 18171 125 LONDON WALL LONDON EC2Y 5AJ	141,207
MR THOMAS EDWARD CRABTREE 23 EWOOD HALL AVENUE HEBDEN BRIDGE HX7 5PH	1,550
MRS RITA MARY GREENWOOD STRATHDENE 48 STATION ROAD SHEPLEY HUDDERSFIELD HD8 8DS	3,445
ROBIN HORTON ESQ TANGLEWOOD BOURNE VALE ALDRIDGE WEST MIDLANDS WS9 0SH	501
LLOYDS BANK (I.O.) NOMINEES LIMITED HSIN ACCT HAY'S LANE HOUSE 1 HAY'S LANE LONDON SE1 2HA	3,962
MR ALAN STUART MURRAY 51 WINTON DRIVE KELVINSIDE GLASGOW G12 0QB	3,445
SHARELINK NOMINEES LIMITED JMM ACCT CANNON HOUSE 24 THE PRIORY QUEENSWAY BIRMINGHAM B4 6BS	430
SHARELINK NOMINEES LIMITED PEP191 ACCT CANNON HOUSE 24 THE PRIORY QUEENSWAY BIRMINGHAM B4 6BS	1,354
MISS PAMELA WALSBY TICKLE 24 PINE WALKS BIRKENHEAD MERSEYSIDE CH42 8NE	192

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MENTMORE ABBEY PLC

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ORDINARY SHARES OF 10P Issued on 27-SEP-1999

Name and Address of Shareholder	Holding
MISS PAMELA WALSBY-TICKLE RWK ACCT + JOHN WALSBY-TICKLE ESQ 24 PINE WALKS BIRKENHEAD MERSEYSIDE CH42 8NE	199
WELLINGTON STREET NOMINEES LIMITED C162073 ACCT EXCHANGE COURT DUNCOMBE STREET LEEDS LS1 4AX	1,550

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Return of Allotment

MENTMORE ABBEY PLC

ORDINARY SHARES OF 10P Issued on 27-SEP-1999

Total Number of Shareholder Accounts printed
Total holding for Return of Allotment

14
176,467

ORDINARY SHARES OF 10P Issued on 27-SEP-1999

R U N P A R A M E T E R S

P r o c e s s i n g O p t i o n s

Share Class B ORD 10P

Registration Date 27-SEP-1999 to 27-SEP-1999

Sortkey Start
Sortkey End

Transaction Code
TKO TAKEOVER ACCEPTOR

Posting Type
4473 TAKEOVER DISTRIBUTION (STOCK M

Batch

C O N T R O L T O T A L S

Transaction code
TKO TAKEOVER ACCEPTOR

Posting Type
4473 TAKEOVER DISTRIBUTION (STOCK M

Total Allotment
176,467

176,467

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MENTHORE ABBEY PLC

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ORDINARY SHARES OF 10P Issued on 21-SEP-1999

Name and Address of Shareholder	Holding
MRS SHEHNAZ ADAM 113 LONDON ROAD BLACKBURN LANCASHIRE BB1 7LR	1,722
HENRY ALDENGRABE AITCHISON ESQ LOCHTON COLDSTREAM BERWICKSHIRE TD12 4NH	3,445
ALKAMADE LIMITED 33 PARK LANE SUTTON BONINGTON LOUGHBOROUGH LEICESTERSHIRE LE12 5NQ	26,622
ALKAMADE LIMITED C/O 106 CHARTWELL AVENUE WINGERTH CHESTERFIELD DERBYSHIRE S42 6SP	17,228
JOACHIM LOTHAR AUERBACH ESQ 2 SILVERSTONE COURT RIVER BROOK DRIVE STIRCHLEY BIRMINGHAM B30 2SH	75
THE BANK OF NEW YORK (NOMINEES) LIMITED 30 CANNON STREET LONDON EC4M 6XH	64,398
THE BANK OF NEW YORK (NOMINEES) LIMITED GUKI ACCT 30 CANNON STREET LONDON EC4M 6XH	111,034
DR GRAHAM JOHN BARNEY 1 YEW WALK HARROW ON THE HILL HARROW MIDDLESEX HA1 3EJ	1,033
MAURICE VICTOR BLANK 3 GREEN CLOSE WILWOOD ROAD LONDON NW11 6UX	218
BNY GIL CLIENT ACCOUNT (NOMINEES) LIMITED BICC ACCT 30 CANNON STREET LONDON EC4M 6XH	68,567
BNY GIL CLIENT ACCOUNT (NOMINEES) LIMITED JLOP ACCT 30 CANNON STREET LONDON EC4M 6XH	34,669
BNY GIL CLIENT ACCOUNT (NOMINEES) LIMITED SIPE ACCT 30 CANNON STREET LONDON EC4M 6XH	43,070
BNY GIL CLIENT ACCOUNT (NOMINEES) LIMITED WTUK ACCT 30 CANNON STREET LONDON EC4M 6XH	70,979

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ORDINARY SHARES OF 10P Issued on 21-SEP-1999

Name and Address of Shareholder	Holding
BNY GIL CLIENT ACCOUNT (NOMINEES) LIMITED MPFUE ACCT 30 CANNON STREET LONDON EC4M 6XH	61,943
BNY GIL CLIENT ACCOUNT (NOMINEES) LIMITED PEUKI ACCT 30 CANNON STREET LONDON EC4M 6XH	566,852
BNY GIL CLIENT ACCOUNT (NOMINEES) LIMITED SHPEI ACCT 30 CANNON STREET LONDON EC4M 6XH	25,842
BNY-GIL CLIENT ACCOUNT (NOMINEES) LIMITED WTUKSC ACCT 30 CANNON STREET LONDON EC4M 6XH	51,684
MR MALCOLM LLEWELLYN BOYCE 2 PROVIDENCE PLACE EPSOM SURREY KT17 4BB	1,292
BRITEL FUND NOMINEES LIMITED 67 LOMBARD STREET LONDON EC3P 3DL	520,721
MR CLIVE BRITTAIN 14 TILLMAN CLOSE GREENLEYS MILTON KEYNES BUCKINGHAMSHIRE MK12 6AQ	625
ALEXANDER CRUDEN BUCHANAN ESQ 4 IVY ROAD BOLDHERE SUTTON COLDFIELD B73 5ED	430
MRS WENDY CARTER 40 BOLDERWOOD WAY WEST WICKHAM KENT BR4 9PH	937
CHASE NOMINEES LIMITED USS ACCT P O BOX 18171 125 LONDON WALL LONDON EC2Y 5AJ	249,806
CHASE NOMINEES LIMITED 17538 ACCT P O BOX 18171 125 LONDON WALL LONDON EC2Y 5AJ	126,820
CHASE NOMINEES LIMITED F02381 ACCT P O BOX 18171 125 LONDON WALL LONDON EC2Y 5AJ	47,549
CHASE NOMINEES LIMITED T02413 ACCT P O BOX 18171 125 LONDON WALL LONDON EC2Y 5AJ	18,261

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ORDINARY SHARES OF 10P Issued on 21-SEP-1999

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Name and Address of Shareholder	Holding
MISS MOON TAI CHOW 36 CHELWOOD HOUSE GLOUCESTER SQUARE LONDON W2 2SZ	585
STUART MARTIN LESLIE CLAY ESQ 39 SANDGATE COURT RAINHAM KENT ME8 8TQ	1,386
C O NOMINEES LIMITED 100675 ACCT 1 LEGG STREET CHELMSFORD ESSEX CM1 1JS	7,659
HAROLD MARTIN COATES ESQ 12 REDGATE ORNSKIRK LANCASHIRE L39 3NP	3,876
MR JOHN ERIC STUART COOPER 42 ELIZABETH CRESCENT EAST GRINSTEAD WEST SUSSEX RH19 3JD	1,033
JOHNATHAN PAUL CORP ESQ 23 PARSONAGE ROAD LONG ASHTON BRISTOL BS41 9LN	1,033
THE CORPORATION OF LLOYDS 2775701 ACCT GUN WHARF DOCK ROAD CHATHAM KENT ME4 4TU	3,445
MR ANDREW CUTHILL 11 MILCOTE DRIVE SUTTON COLDFIELD WEST MIDLANDS B73 6QJ	4,982
MR TERENCE JOHN DAVIDGE 1 GATCHELL MEADOW TRULL TAUNTON SOMERSET TA3 7HY	4,498
MRS ANN DIGBY BIRCH HOUSE THE FAIRWAY GODALMING SURREY GU7 2PG	6,891
MISS CAROLINE SARAH DONE ROOKERY FARM TATHWELL LOUTH Lincs LN11 9ST	709
MR ANTHONY JOHN DOUTHWAITE 34 MENDIP CLOSE AXBRIDGE SOMERSET BS26 2DG	775

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 MENTHORE ABBEY PLC

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Name and Address of Shareholder	Holding
MRS MOIRA ELIZABETH MARGARET DOYLE LINDISFARNE WEY ROAD WEYBRIDGE SURREY KT13 8HR	2,584
FAIRMOUNT GROUP NOMINEES LIMITED C06994 ACCT	5,168
RICHARD KENNETH MALCOLM FOWELL'S ESQ HUNTINGDON HOUSE PRINCESS STREET BOLTON LANCASHIRE BL1 1EJ	62
PETER GRETTON ESQ BAGLEY CROFT BABYLON LANE LOWER KINGSWOOD SURREY KT20 6UU	5
FREDERICK REGINALD WOODROW HOUSELEY THE WOOD LISVANE ROAD LISVANE CARDIFF CF4 5SF	1,703
HSBC GLOBAL CUSTODY NOMINEE (UK) LIMITED 787477 ACCT	79,248
HSBC GLOBAL CUSTODY NOMINEE (UK) LIMITED 789785 ACCT	34,456
HSBC GLOBAL CUSTODY NOMINEE (UK) LIMITED 810453 ACCT	12,576
HSBC GLOBAL CUSTODY NOMINEE (UK) LIMITED 810489 ACCT	67,509
HO SHEE JAN C/O ORIENT TORCH PTE LTD NO 12 PURVIS STREET SINGAPORE 0718	322
JARVIS INVESTMENT MANAGEMENT LIMITED 36613885 ACCT	456

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ORDINARY SHARES OF 10P Issued on 21-SEP-1999

Name and Address of Shareholder	Holding
JARVIS INVESTMENT MANAGEMENT LIMITED 37156952 ACCT JARVIS HOUSE JUDLEY ROAD TUNBRIDGE WELLS KENT TN1 1LE	2,756
MR ANDREW JEFFERSON 21 DAPDUNE ROAD GUILDFORD SURREY GU1 4NY	1,722
WILLIAM DOUGLAS JOHNSTON ESQ 39 ONSLOW GARDENS BELFAST BT6 0AQ	573
RAJINDER SINGH KALSI ESQ 43 TOLWORTH RISE NORTH SURBITON SURREY KT5 9EN	1,722
IAN JEFFREY KENDALL ESQ THE BEECHES SANDS HOUSE SANDS LANE MIRFIELD WF14 8HJ	172
MRS JEAN MCCOWAN LEMAY PEAT KNOWE PEIR ROAD CLYNDER DUNBARTONSHIRE G84 0QE	6,891
KENNETH GEORGE LEMAY ESQ 21 CARRIAGEHILL DRIVE PAISLEY RENFREWSHIRE PA2 6JG	8,614
LLOYDS BANK (STOCK EXCHANGE BRANCH) NOMINEES LIMITED HGSLIT ACCT HAY'S LANE HOUSE 1 HAY'S LANE LONDON SE1 2HA	144,968
MS CATHERINE LOUGHNAME LISHEEN BALLINALEA ASHFORD CO WICKLOW	344
MR ERIC CHARLES MADDOCKS 44 WHITEBRIDGE ROAD ONYCHAN ISLE OF MAN IM3 4HR	2,584
MR GLENN PETER McDONALD 162 ARUNDEL DRIVE POULTON-LE-FYLDE LANCASHIRE FY6 7TR	2,756

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Name and Address of Shareholder	Holding
JOHN RICHARD MILLMAN ESQ 15 PITT STREET NORRISTHORPE LIVERSEDGE WEST YORKS WF15 7AG	50,691
JOHN RICHARD MILLMAN ESQ + LINDA MILLMAN + TRUSTEES OF THE MILLMAN 1994 SETTLEMENT 15 PITT STREET NORRISTHORPE LIVERSEDGE WEST YORKS WF15 7AG	192,953
LINDA MILLMAN 15 PITT STREET NORRISTHORPE LIVERSEDGE WEST YORKS WF15 7AG	24,239
MR JEFFREY HAMMOND MILLS 58 TOWNSEND AVENUE WEST DERBY LIVERPOOL L11 8ND	2,584
PETER GUY DE-MONTFORT ESQ 12 MARLBORO STREET CORK IRELAND	356
BRIAN ALEXANDER MORAN ESQ + MRS DORIS MORAN 9 ADONIS CLOSE TAMWORTH STAFFORDSHIRE B79 8TY	1,205
MORGAN NOMINEES LIMITED D131 ACCT DEUTSCHE BANK AG GLOBAL CUSTODY SERVICES LONDON(2GH) 23 GREAT WINCHESTER STREET LONDON EC2P 2AX	1,797,162
MR ROBERT MURPHY 85 MORING ROAD LONDON SW17 8DN	522
NORTRUST NOMINEES LIMITED 155 BISHOPSGATE LONDON EC2M 3XS	402,942
NUTRACO NOMINEES LIMITED 67 LOMBARD STREET LONDON EC3P 3DL	204,735
MRS SHARON PAICE 27 OAKDENE CLOSE BROCKHAM BETCHWORTH SURREY RH3 7JZ	43
PENPOT QUILL AND RED SHIP TRADING COMPANY LIMITED PLAS-Y-COED CAE MAIR BEAUMARIS ANGLESEY	558

ORDINARY SHARES OF 10P Issued on 21-SEP-1999

Name and Address of Shareholder	Holding
PERSHING KEEN NOMINEES LIMITED ABPEP ACCI CAPSTAN HOUSE ONE CLOVE CRESCENT EAST INDIA DOCK LONDON E14 2BH	2,346
POSSFUND NOMINEES LIMITED 67 LOMBARD STREET LONDON EC3P 3DL	326,165
HARRY PRIESTLEY ESQ CHESTNUT FARM SUMMERWOOD LANE HALSALL ORMSKIRK MERSEYSIDE L39 8RJ	12,921
PRITCHARD HOLDINGS PLC ANGLESEY LODGE HEDNESFORD STAFFORDSHIRE WS12 5AB	8,614
THOMAS IAN ROBERTS ESQ OLD SHARROW HEAD HOUSE 311 CEMETERY ROAD SHEFFIELD S11 8FS	6,460
JAMES PATERSON ROBERTSON ESQ C/O MESSRS WATSON WOOD 249 MANNINGHAM LANE BRADFORD WEST YORKSHIRE BD8 7EW	1,722
MRS JOYCE ROBERTSON C/O MESSRS WATSON WOOD 249 MANNINGHAM LANE BRADFORD WEST YORKSHIRE BD8 7EW	2,480
MICHAEL ANTHONY ROWE ESQ 229 ST FAITHS ROAD OLD CATTON NORWICH NORFOLK NR6 7AP	105
ERNEST THOMAS RUDD ESQ 5 GODWIN CLOSE BOURNE Lincs PE10 9QG	1,541
DR RICHARD CLIVE RUSSELL Y GARN LLANYCHAER FISHGUARD Pembrokeshire SA65 9TJ	613
MS PAMELA SAYERS 151 BURES ROAD GREAT CORNARD SUDBURY SUFFOLK CO10 0JG	5

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 MENTMORE ABBEY PLC

ORDINARY SHARES OF 10P Issued on 21-SEP-1999

Name and Address of Shareholder	Holding
KENNETH SCHOFIELD ESQ 129 CURRIER LANE ASHTON UNDER LYNE LANCASHIRE OL6 6TB	516
DENNIS SERADI ESQ APPLEDORE MOGADOR ROAD LOWER KINGSWOOD SURREY KT20 7EW	6
MR SOBAKCHAND ZAVERCHAND SHAH 8 SPINNELLS ROAD HARROW MIDDLESEX HA2 9RA	1,722
SHARE NOMINEES LTD ST PETER'S HOUSE MARKET PLACE TRING HERTFORDSHIRE HP23 4JG	7,478
WILLIAM SHEPLEY ESQ 257 ROBERTTOWN LANE ROBERTTOWN LIVERSEDE WF15 7LJ	1,119
SINJUL NOMINEES LIMITED 21 NEW STREET LONDON EC2M 4HR	2,322
JOYCE MARY TAYLOR-SMITH THE MANOR HOUSE WESTERHAM KENT TN16 1TN	31
MR DONALD SMITHERS + MR GEOFFREY SCOTT + MR GEOFFREY EDWARD FRY + NPI TRUSTEES LIMITED C/O HML MANUFACTURING (EDM) LTD MATCHLESS WORKS HORSHAM RH13 5PX	11,370
ERIC GEORGE SOUTHGATE ESQ BARRACKS COTTAGE FEN END ROAD FEN END KENILWORTH WARWICKSHIRE CV9 1NW	1,314
STATE STREET NOMINEES LIMITED 5621 ACCT ONE CANADA SQUARE LONDON E14 5AF	5,340
STATE STREET NOMINEES LIMITED LX09 ACCT ONE CANADA SQUARE LONDON E14 5AF	68,912
MR DERRICK STRINGER 22 STANNARD WELL LANE HORBURY WAKEFIELD WEST YORKSHIRE WF4 6BW	861

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MENTHORE ABBEY PLC

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ORDINARY SHARES OF 10P Issued on 21-SEP-1999

Name and Address of Shareholder	Holding
JOHN WALSBY-TICKLE ESQ 24 PINE WALKS BIRKENHEAD MERSEYSIDE CH42 8NE	775
TRJKEEP NOMINEES LIMITED NGD ACCT HAYS LANE HOUSE 1 HAYS LANE LONDON SE1 2HA	27,668
VIDACOS NOMINEES LIMITED 336 STRAND LONDON WC2R 1HB	126,978
MR RAMOND WAKEFIELD 29 BOND ROAD SURBITON SURREY KT6 7SH	258
JOHN WARD ESQ 1 HAGG LANE THONGSBRIDGE HUDDERSFIELD WEST YORKSHIRE HD7 2NH	1,281
WCWB (PEP) NOMINEES LIMITED PERGEN ACCT SOPHIA HOUSE 76-80 CITY ROAD LONDON EC1Y 2BJ	17,605
MRS JOAN WEARE 8ROOK COTTAGE 17 BEULAH ROAD RHIMBINA CARDIFF CF4 6LT	8
JOHN ROBERT WHITE ESQ 13 DALE AVENUE WHEATHAMPSTEAD ST ALBANS HERTFORDSHIRE AL4 8LR	1,147
MR JOHN WOODWARD WHITE 18 HAYDON PARK ROAD LONDON SW19 8JY	1,378
*ENTERFLOOD SECURITIES LIMITED WINSREP ACCT WALBROOK HOUSE 23-29 WALBROOK LONDON EC4N 8LA	69,988
MRS JOSEPHINE WRIGHT 56 ST CROSS ROAD WINCHESTER HAMPSHIRE SO23 9PS	1,722
YORKSHIRE NOMINEES LIMITED 029364 ACCT HOWARD HOUSE 6 BANK STREET BRADFORD BD1 1HA	702

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Return of Allotment

MENTMORE ABBEY PLC

ORDINARY SHARES OF 10P Issued on 21-SEP-1999

Total Number of Shareholder Accounts Printed
Total holding for Return of Allotment

107
5,921,348

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ORDINARY SHARES OF 10P Issued on 21-SEP-1999

R U N P A R A M E T E R S

P r o c e s s i n g O p t i o n s

Share Class B DRD 10P

Registration Date 21-SEP-1999 to 21-SEP-1999

Sortkey Start
Sortkey End

Transaction Code
TKO TAKEOVER ACCEPTOR

Posting Type
4473 TAKEOVER DISTRIBUTION (STOCK M

Batch

C O N T R O L T O T A L S

Transaction code
TKO TAKEOVER ACCEPTOR

Posting Type
4473 TAKEOVER DISTRIBUTION (STOCK M

Total Allotment
5,921,348

5,921,348
