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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)

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

Company Number

324504

1. Name of company

insert full name
of company**THE RANK ORGANISATION Plc**

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc

Description of shares †	Ordinary shares		
A Number allotted	91,279		
B Nominal value of each	£0.10	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£0.10	£	£

§ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on **19 February 1997**] §, or

(b) [from to] §

The names and addresses of the allottees and the number of shares allotted to each should be given on page 2

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			

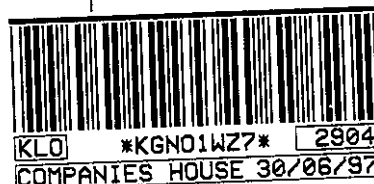
NOTES

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):**Fiona de Miguel**
The Rank Group Plc
45 Seymour Street
London
W1H 6BB

For official use

Post room



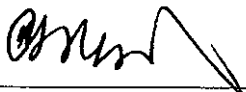
4. Names and addresses of the allottees

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Please see attached schedule			
	91,279		
Total	91,279	0	0

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:

3

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

Signed  Designation § SECRETARY Date 27 JUN 1997

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:-
The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh EH1 2EB

Names and addresses of allottees	Number of Ordinary shares issued
Miss Jennifer Louise Barker 26 Station Road Corton Lowestoft Suffolk NR32 5HF	144
Mr Peter Barter 43 Oakhill Road Maple Cross Rickmansworth Herts WD3 2RE	4357
Mr Brian John Brackley 2a Elm Way Rickmansworth Herts WD3 2BD	3139
Mr Christopher James Campbell 17 Grovehall Drive Beeston Leeds LS11 7LL	415
Mr Dennis Thomas Cantwell 1 Holly Avenue Frimley Surrey GU16 5QX	261
Mr Anthony Richard Fuller 117 Garforth Street Chadderton Oldham OL9 6RW	326
Mrs Cherry Hammond 12 St Davids Close Iver Heath Bucks SL0 ORT	466
Mr Roger William Hayman 35 Beaumont Lodge Road Leicester LE4 1BU	404
Miss Jane Elizabeth Hilton 16 Manor Close Stanton Burton-On-Trent Staffordshire DE15 9SL	233

Names and addresses of allottees	Number of Ordinary shares issued
Mr Martin Nigel Kay 1 Maiden Way Avonmouth Bristol BS11 9PA	466
Mr Michael Francis Manley 155 Sunningvale Avenue Biggin Hill Kent TN16 3TL	811
Mr Daniel Ian Mansfield 47 South Knighton Road Leicester LE2 3LS	130
Mr Richard Thomas Moore 11 Wheatley Road Stocking Farm Leicester LE4 2HP	65
Mrs Joanne Nikafshar 5 Old Shoreham Road Brighton East Sussex BN1 5DQ	784
Mr Stephen Henry Pink 47 Knighton Way Lane New Denham South Bucks UB9 4EQ	1904
Mr Percy Sarkari 34 Asquith Boulevard Leicester LE2 6FA	3275
Mrs Mary Cowan Spears 74 Cleish Gardens Kirkcaldy Fife KY2 6AB	718
Mr Kishor Trivedi 21 Westdown Drive Thurmaston Leicester LE4 8HU	804
Mr Karl Vanner 2 Marine Parade	994

Names and addresses of allottees**Number of Ordinary
shares issued**

Southend On Sea
Essex
SS1 2EJ

Mrs Margaret Ann Warren
63 Weaponess
Valley Road
Scarborough
N. Yorks
YO11 1XW

2505

Mrs Anne Margaret Williams
113 Westcotes
Tile Hill
Coventry
CV4 9BE

303

Mr Charles Maddock
38 Ploughmans Lea
East Goscote
Leicester
LE7 3ZR

17315

Pilgrim Nominees Limited (a/c RK) (via CREST)
3b Devonshire Square
London
EC2M 4YA

41430

Pilgrim Nominees Limited (a/c RK) (via CREST)
3b Devonshire Square
London
EC2M 4YA

10030

TOTAL

91279