

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

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

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

400725

CHESTERFIELD PROPERTIES PLC

- Insert full name of company

Description of shares†	ordinary		
A Number allotted	4,018,032		
B Nominal value of each	£ 0.25	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 5.45	£	£

† Distinguish
between
ordinary,
preference, etc.

(a) [on 6 December 19 96] ~~XXXX~~

(b) ~~XXXXXX~~ 19 ~~XXXXXX~~ 19 ~~XXXXXX~~ 19

(b) ~~Notes~~

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. <u>the whole of the issued share capital of Albion</u> <u>Property Investments Limited</u>			

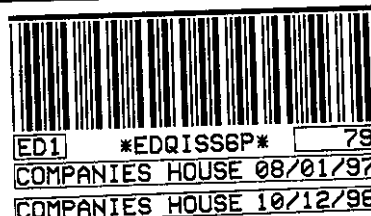
Notes

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.

Titmuss Sainer Dechert
2 Serjeants' Inn
London EC4Y 1LT

Ref: C410/C400-984

For offic



4. Names and addresses of the allottees

Please do not write in the margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Robert David Maxted	47,940		
14 Wandon Road			
London			
SW6 2JF			
Burford Investment Company Limited	479,403		
20 Thayer Street			
London			
W1M 6DD			
Burford (Norwich) Limited	799,004		
20 Thayer Street			
London			
W1M 6DD			
Burford (Midland) Properties Limited	239,701		
20 Thayer Street			
London			
W1M 6DD			
Legal & General Assurance Society	1,518,108		
11 Queen Victoria Street			
London			
EC4N 4TP			
Total	3,084,156		

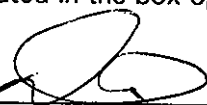
Please complete legibly, preferably in black type, or bold block lettering

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:

1

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

Signed



Designation

Director

Date

6/12/96

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 House
37 Castle Terrace
Edinburgh
EH1 2EB

THE COMPANIES ACT 1985

Continuation Sheet No. 1
to Form No. 88(2) (Rev. 1988)

Please do not
write in this
margin

Return of allotments of shares issued wholly or in

(1)

part for a consideration other than cash

Company number

400725

Name of company

CHESTERFIELD PROPERTIES PLC

(1) Insert "for cash"
or "wholly or in
part for a
consideration
other than cash"
or "by way of
capitalisation of
reserves (bonus
issues)", as
required.

Names and addresses of the allottees

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Kleinwort Benson Trustees Limited	638,245		
10 Fenchurch Street			
London			
Rysaffe Trustee Company (C.I.)	13,583		
Limited (Account MAXCHI)			
PO Box 141			
La Tannelle House			
Les Banques			
St Simpson			
Guernsey			
C.I.			
Barclays Nominees (Guernsey) Limited	50,337		
Account R1031			
PO Box 141			
La Tannelle House			
Les Banques			
St Simpson			
Guernsey			
C.I.			
Nutraco Nominees Limited	231,711		
1 Finsbury Avenue			
London			
EC2M 2PP			
Brought forward from previous sheet	3,084,156		
Total	4,018,032		

Please do not
write in this
margin

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

I hereby certify that the details entered on this form are correct

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

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