Package:

'Laserform'

by Laserform International Ltd.

Please complete in typescript, or in bold black capitals.

CHFP025

Company Number

Company name in full

8	8	(	2	)
Return of	Allotme	ent o	of Sha	res

To

417183					
TORDAY	&	CARLISLE	PLC		

From

### Shares allotted (including bonus shares):

Date or period during which shares were allotted (If shares were allotted on one date enter that date in the "from" box)

Day	Month	Year	Day	Month	Year
0 6	0 6	2   0   0   0			

Class of shares (ordinary or preference etc)

Number allotted

Nominal value of each share

Amount (if any) paid or due on each share (including any share premium)

ORDINARY	
417,356	
5p	
17p	

List the names and addresses of the allottees and the number of shares allotted to each overleaf

### If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

100%

Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)

379,429 ordinary shares of 5p each in Meristem plc

which were transferred to Torday & Carlisle PLC

pursuant to the offer made on 18 February 2000

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB For companies registered in Scotland DX 235 Edinburgh



COMPANIES HOUSE

13/10/00

### Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details	Shares and share	class allotted
Name please see attached schedule Address	Class of shares allotted	Number allotted
UK Postcode	L	L
Name	Class of shares allotted	Number allotted
Address		<b></b>
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		L
UK Postcode	L	L
Name  Address	Class of shares allotted	Number allotted
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		1
UK Postcode		L
Please enter the number of continuation sheets (if any) attached to this  Signed	e 11/10/00	elete as appropriate
Please give the name, address, elephone number and, if available, a DX number and Exchange of the person Companies House should	JX	,

RCWT/GVL/T&C06

DX number DX: 12017

Tel 08700 111 111

DX exchange LEEDS

Laserform International 02/00

contact if there is any query.

Run Date: 25-JUL-2000 06:19PM Ref: RS2802 V4.1c Company Code: T106

Return of Allotment TORDAY & CARLISLE P L C

Registration Number ORDINARY SHARES OF 5P EACH Issued on 06-JUN-2000

Name and Address of Shareholder

MRS BARBARA MARIA CHADWICK + ANDREW MARTIN SAWKO ESQ	MRS KATHLEEN CARRICK	JOHN CARDING ESQ + MRS ANN PATRICIA CARDING	MR GERALD BULMER	ANDREW RICHARD BLAKE ESQ	GRAHAM TREVOR BATESON ESQ	ANANTA KUMAR BASU ESQ	COLIN BARRON ESQ	RICHARD BAKER ESQ	MRS JEAN ALEXANDER	SYDNER AARONBERG	Name and Address
39 FLORAL WOOD LIVERPOOL MERSEYSIDE L17 7HR	23 LIME GROVE FAIRFIELD STOCKTON ON TEES TS19 7DE	SUN DOWN BIRCHALL LANE LEEK STAFFS ST13 5RA	80 DEAN ROAD FERRYHILL COUNTY DURHAM DL17 8ES	96 VERITY CRESCENT CANFORD HEATH POOLE DORSET BH17 7TY	22 BRENT AVENUE SNETTISHAM KINGS LYNN NORFOLK PE31 7PL	9 HALLSWELLE ROAD LONDON NW11 ODH	2 ST AIDANS CRESCENT CROSSGATE MOOR DURHAM DH1 4AP	45 BIRCH AVENUE STIRLING FK8 2PL	35 POTTERS PARK FORFAR DD8 1HH	72 SHAFTESBURY AVENUE KENTON MIDDLESEX HA3 ORE	s of Shareholder
580	60	3,036	1,501	2,268	1,151	550	1,100	200	220	220	Holding

MR CHI WAH CHANG

41 THIRLINGTON CLOSE NEWCASTLE UPON TYNE TYNE AND WEAR NES 4BN

1,588

N

### Return of Allotment TORDAY & CARLISLE P L C

TORDAY & CARLISLE P L C

Name and Address of Shareholder	Registration Number
rebloder	ORDINARY SHARES OF 5P EACH Issued on 06-JUN-2000
	SHARES O
	¥ 5Þ
	EACH
	Issued
	g
	06-JUN-200
	00

JOSEPH GLASSMAN ESQ 1 3 R R L	MARTIN FRANCIS GARTON ESQ 2 R D D K	ALFRED JAMES FURNISS ESQ W 6 6 M D	PETER WILLIAM FOX ESQ 4 LL LL W	MRS GRACE FITZGIBBON 1 R M	FIELDING NOMINEES LIMITED CIA ACCT 5	STANLEY FELLOWS G	PETER DIXON EDWARDS ESQ N	MANJIT SINGH DHALIWAL ESQ 2 H M	ALAN DAVIS ESQ 5 W T	BRIDGET KATHLBEN COOKHAM 2 C B	Name and Address of
1093REF 31 GRANGEFIELDS DRIVE ROTHLEY LEICESTER LE7 7ND	25 KINGSTON CLOSE RIVER DOVER KENT CT17 ONQ	WISHING WOOD 62 ASKER LANE MATLOCK DERBYSHIRE DE4 5LA	49 CHARNWOOD WAY LILLINGTON LEAMINGTON SPA WARWICKSHIRE CV32 7BU	100 BROADWOOD AVENUE RUISLIP MIDDLESEX HA4 7XT	55 MANSELL STREET LONDON E1 8AN	PLEASANT VIEW GLEN TRAMMAN LEZAYRE ISLE OF MAN IM7 2AS	6 SHAW WOOD CLOSE NORTH END DURHAM CITY DH1 4LZ	23 DENE AVENUE HOUNSLOW MIDDLESEX TW3 3AQ	530 STATION ROAD WALLSEND TYNE AND WEAR NE28 8NR	28 WALK HOUSE CLOSE CRANFIELD BEDFORD MK43 0HY	f Shareholder
198	146	8,112	440	250	473	27,500	453	5,500	1,100	110	Holding

### Return of Allotment ------TORDAY & CARLISLE P L C

Page

ω

Registration Number ORDINARY SHARES OF 5P EACH Issued on 06-JUN-2000

880	36 PLUMLEY ROAD HANDFORTH WILMSLOW CHESHIRE SK9 3RR	BRIAN JONES ESQ + MRS LINDA JOSEPHINE WILLIAMS
1,100	10 GROVE ROAD PINNER MIDDLESEX HA5 5HW	AZIZ JETHA ESQ
232	63 NORTH LEACH DRIVE HEMLINGTON MIDDLESBOROUGH CLEVELAND TS8 9PP	MS CHRISTINE JARECKI + ALFRED JARECKI ESQ
1,100	8 HIGHFIELD ROAD TIMPERLEY ALTRINCHAM CHESHIRE WA15 7PH	ANDREW JACKSON ESQ
150	1 FAIRTHORN AVENUE FAIRFIELD STOCKTON-ON-TEES CLEVELAND TS19 7ND	ALEXANDER INGRAM ESQ
605	34 ELIZABETH ROAD DOVERCOURT HARWICH CO12 4ED	JAMES DONALD HOWELL ESQ
2,750	17 PEREGRINE CLOSE QUEDGELEY GLOUCESTER GL2 4LG	PAUL ANDREW HOLMYARD ESQ
2,200	MOUNT RISE BUXTON ROAD LEEK STAFFS ST13 6NF	JOHN GEOFFREY NOEL HODKINSON ESQ + MRS LINDA ANN HODKINSON
220	155 SWINESHEAD ROAD FRAMPTON FEN BOSTON LINCS	DAVID HILDRED ESQ
316	9 PARK AVENUE WOODFORD GREEN ESSEX IG8 0EU	PROFESSOR LESLIE IAN BULLIN HAINES
220	41 FERNBANK AVENUE HUYTON LIVERPOOL L36 9UD	EDWARD GRIFFITHS ESQ
Holding	s of Shareholder	Name and Address

### Return of Allotment TORDAY & CARLISLE P L C

Page

Registration Number Run Date: 25-JUL-2000 06:19PM Ref: RS2802 V4.1c Company Code: T106

ORDINARY SHARES OF 5P EACH Issued on 06-JUN-2000

	MRS FREDA MARY MORRISON MT ACCT 7 BROADFERN ROAD KNOWLE SOLIHULL WEST MIDLANDS B93 9DE	ARTHUR JAMES MOORE ESQ CHELMSFORD ESSEX CM1 4WH	MRS JAYSHREE MEHTA  182 THORPE ROAD  PETERBOROUGH	MRS EELIN KATRIONA MEGSON 94 ARMITAGE ROAD MILNSBRIDGE HUDDERSFIELD WEST YORKSHIRE HD3 4JW	MRS SARAH MCCLELLAN  38 SWANLOW LANE WINSFORD CHESHIRE CW7 1JE	JUSTIN MACAULAY ESQ EASTCOTE PINNER MIDDLESEX HA5 2RY	LLOYDS BANK NOMINEES LIMITED 48 CHISWELL STREET LONDON EC1Y 4XX	MICHAEL LAU ESQ OLD SWAN MERSEYSIDE	JOHN VICTOR LADD ESQ 38 CHELMSWORTH DRIVE PLUMSTEAD LONDON SE18 2RA	MR STEPHEN DARREN KINCH 7 ROSEBERY AVENUE HYTHE SOUTHAMPTON HANTS SO45 3HJ	Name and Address of Shareholder
1,012	250	1,100	250	7,854	135	880	220	110	220	1,575	Holding

ຫ

Run Date: 25-JUL-2000 06:19PM Ref: RS2802 V4.1c Company Code: T106

## Return of Allotment TORDAY & CARLISLE P L C

Registration Number ORDINARY SHARES OF 5P EACH Issued on 06-JUN-2000

488	22 WYNYARD ROAD WOLVISTON BILLINGHAM CLEVELAND TS22 5LL	MRS VERONICA READMAN
1,872	86 CHILTERN AVENUE BUSHEY HERTS WD2 3QB	MRS REGINA VERONICA PILBOROUGH
165	GRANGE FARM LITTLE AYTON GREAT AYTON MIDDLESBROUGH CLEVELAND TS9 6HY	DONALD CLIFFORD PETCH ESQ
220	1 THE SLAYDE YARM CLEVELAND TS15 9HZ	NEIL PERRY ESQ
88	58 DREW GARDEN GREENFORD MIDDX UB6 7QG	ROHIT DAHYABHAI PATEL ESQ
88	58 DREW GARDEN GREENFORD MIDDX UB6 7QG	MISS CHARU PATEL
833	7 CEDAR ROAD MARTON MIDDLEBROUGH CLEVELAND TS7 8DA	MRS JOAN MARGARET PARKER
660	29 SEDGEFIELD ROAD ACKLAM MIDDLESBROUGH TS5 8JN	MRS MARY GERTRUDE PACY
29	24 GROSVENOR GARDENS LONDON SWIW ODH	ORR MACKINTOSH FOUNDATION LIMITED
1,320	157 SURBITON ROAD FAIRFIELD STOCKTON-ON-TEES CLEVELAND TS19 7SH	IAN ROBERTSON NISBET ESQ
855	31 GADDUM ROAD BOWDON CHESHIRE WA14 3PF	LUDWIK AUGUSTYN NIERADZIK ESQ
Holding	s of Shareholder	Name and Address

# Return of Allotment TORDAY & CARLISLE P L C

Page

σ

605	28 PARKHILL ROAD EWELL EPSOM SURREY KT17 1LG	MRS MARGARET MARY WEIGHT
1,417	692 FARM ROAD EAGLESCLIFFE CLEVELAND TS16 ORN	MRS JANE TAIT
517	45 DOWN STREET LEICESTER LE4 6JF	BHARAT KALYANJI SONIGRA ESQ
453	LITTLE KINNABER MONTROSE DD10 9ER	MRS ELIZABETH SHEARER GERRIE SOMERVILLE
805	32 WESTMORELAND PLACE LONDON SW1V 4AE	JULIAN SOFAER ESQ + MRS ADA SOFAER + MISS NEEMA SOFAER
110	4 CHESTER CLOSE HAWKESHEAD ROAD LITTLE HEATH POTTERS BAR HERTFORDSHIRE EN6 1DT	COLIN JOHN JAMES SNELL ESQ
477	132 WEST STREET BANBURY OXON OX16 7TX	NIGEL SMITH ESQ
200	25 HILLSIDE ROAD SOUTHPORT MERSEYSIDE PR8 4QB	MRS ELSIE SMITH
3,025	44 WOODFIELD ROAD EALING LONDON W5 1SH	ARTHUR EDWARD RYNKIEWICZ ESQ
110	FLAT A 203 SANDGATE ROAD FOLKESTONE KENT CT20 2HT	JAMES ARCHIBALD ROTHERY ESQ
1,832	31 FORD STREET LEEK STAFFS ST13 6JD	MR ANTHONY ROGERS
Holding	of Shareholder	Name and Address
	ORDINARY SHARES OF 5P EACH Issued on 06-JUN-2000	Registration Number

Run Date: 25-JUL-2000 06:19PM Ref: RS2802 V4.1c Company Code: T106

Registration Number

### Return of Allotment

TORDAY & CARLISLE P L C

ORDINARY SHARES OF 5P EACH Issued on 06-JUN-2000

Name and Address of Shareholder

MRS ANNE FRANCES DIANA WILSON + IAIN DEVER WILSON ESQ MRS MARGARET WIGGINS MRS MORINE FRASER WHYTE DR ERIC WILDSMITH BROOKBOROUGH ROCKLAND ROAD GRANGE-OVER-SANDS CUMBRIA LA11 7HR OLD HALL COXWOLD THIRSK NORTH YORKSHIRE ELMSFIELD HAVERBREAKS ROAD LANCASTER LA1 5BJ KINGSCOTE HOUSE 379 HARBORNE ROAD EDGBASTON BIRMINGHAM B15 3LB 271,333 Holding 45,884 3,025 810

Page

7

Registration Number

### Return of Allotment TORDAY & CARLISLE P L C

ORDINARY SHARES OF 5P EACH Issued on 06-JUN-2000

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

71 417,356

œ

Page