



88(2)

Return of Allotment of Shares

Please complete in typescript,
or in bold black capitals.

CHFP001

Company Number

715143

Company name in full

GWR Group PLC

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)

From			To		
Day	Month	Year	Day	Month	Year
2	0	07	2	0	04

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)

Ord 5p		
50000		
£0.05		
£1.84		

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

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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)

When you have completed and signed the form 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 DX 235
Edinburgh
For companies registered in Scotland



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

Shareholder details	Shares and share class allotted	
Name Christopher Carl Hughes <hr/> Address 95 Park Lane, Sutton Bonnington, Loughborough, Leicestershire <hr/> <div style="text-align: right;">UK Postcode L E 1 2 5 N Q</div>	Class of shares allotted Ord 5p	Number allotted 50000
Name <hr/> Address <hr/> <div style="text-align: right;">UK Postcode L L L L L L L</div>	Class of shares allotted <hr/>	Number allotted <hr/>
Name <hr/> Address <hr/> <div style="text-align: right;">UK Postcode L L L L L L L</div>	Class of shares allotted <hr/>	Number allotted <hr/>
Name <hr/> Address <hr/> <div style="text-align: right;">UK Postcode L L L L L L L</div>	Class of shares allotted <hr/>	Number allotted <hr/>
Name <hr/> Address <hr/> <div style="text-align: right;">UK Postcode L L L L L L L</div>	Class of shares allotted <hr/>	Number allotted <hr/>

Please enter the number of continuation sheet(s) (if any) attached to this form

Signed

[Signature]

Date 20/07/2004

~~A director / secretary / administrator / company manager / company secretary / company clerk / company agent / company representative~~

Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Ms JL Bellew, GWR Group plc	
1 Passage Street, Bristol BS2 0JF	
Tel 0117 900 5316	
DX number	DX exchange