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

Return of allotments of shares

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

88(2)

(REVISED 1988)

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

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

Company number

715143

1. Name of company

* Insert full name of company	GWR GROUP PLC
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2. This section must be completed for all allotments

Description of sharest	ORDINARY		
A Number allotted	1189		
B Nominal value of each	£ 0-05	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ -	£	£

Date(s) on which the shares were allotted

(a) [on 24th NOVEMBER 1995]§. 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.	ACQUISITION OF THE WHOLE OF THE ISSUED SHARE CAPITAL OF CHILTERN RADIO PLC		

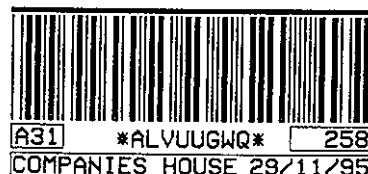
Notes

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):

GIFFARD TAYLOR + Co.
Chartered Accountants
41 NEW ROAD,
CHIPPENHAM,
Wilts. SN15 1JQ

For official use



A042 GWR GROUP plc

ORD SHARES
OF 5p

DATE:

24 NOVEMBER 1995

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Name and Address details:

Number of Shares:

Mr Andrew John Hogarth
Honey Hill Farm
Elkington
Northampton
N6 6NL

1,189

Total Number of 1 allotment:

1,189

FOR INFORMATION ONLY
This document has been prepared
Having been referred to the