

88(2)

Return of allotments of shares

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

(REVISED 1988)

This form replaces forms
PUC2, PUC3 and 88(2)Company Number
951043

CHA342

Please do not write in this
marginPlease complete legibly,
preferably in black type, or
bold block lettering

1. Name of company

* MERCURY ASSET MANAGEMENT GROUP PLC

* Insert full name
of company

2. This section must be completed for all allotments

f Distinguish
between
ordinary
preference, etc

fDescription of shares	ORDINARY		
A Number allotted	63,750		
B Nominal value of each	£0.05 p	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£5.62 p	£	£

Date(s) on which the shares were allotted

(a) [on 9th June 1997]\$, 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.§ Complete
(a) or (b) as
appropriate3. 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

- This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
- 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)).
- Details of bonus issues should be included only in section 2

Presenter's name, address
telephone number and reference
(if any)
C B Farquharson, Esq.
Mercury Asset Management
Group plc
33 King William Street
London EC4R 9AS
Page 1 Tel: 0171 280 2098

For official use

Post Room



4. Names and addresses of the allottees

Please do not write
in the margin

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

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
RICHARD SCRIVENOR DAWES ESQ	5,000		
33 KING WILLIAM STREET, LONDON EC4R 9AS			
ANTHONY CHARLES DELVES ESQ	6,250		
33 KING WILLIAM STREET, LONDON EC4R 9AS			
CHRISTOPHER FIELD ESQ	7,500		
33 KING WILLIAM STREET, LONDON EC4R 9AS			
MS ARABELLA SARAH HARDY	5,000		
33 KING WILLIAM STREET, LONDON EC4R 9AS			
CHRISTOPHER NIGEL BARRINGTON LACEY ESQ	5,000		
33 KING WILLIAM STREET, LONDON EC4R 9AS			
JONATHAN BASIL MORTON PETO ESQ	1,250		
33 KING WILLIAM STREET, LONDON EC4F 9AS			
ALEXANDER HENRY POPPLEWELL ESQ	5,000		
33 KING WILLIAM STREET, LONDON EC4R 9AS			
Total	Continued		

Where the space given in this form is inadequate, continuation sheets should be used and the number of sheets attached should be indicated in the box opposite:

**Insert Director, Secretary
Administrator
Administrative Receiver, or
Receiver

Signed _____ Designation** _____ Date _____

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
100-102 George Street
Edinburgh
EH2 3DJ

4. Names and Addresses

Please do not write in the margin

Names and Addresses	Number of Shares Allotted		
	Ordinary	Preference	Other
JULIUS LAWRENCE MARK PURSAILL ESQ	3,750		
33 KING WILLIAM STREET, LONDON EC4R 9AS			
NICHOLAS LLOYD ROBERTS ESQ	7,500		
33 KING WILLIAM STREET, LONDON EC4R 9AS			
COLIN ROBERTSON ESQ	3,750		
33 KING WILLIAM STREET, LONDON EC4R 9AS			
MS LYNN CHRISTINE RUDDICK	5,000		
33 KING WILLIAM STREET, LONDON EC4R 9AS			
RUPERT SEBASTIAN TATE ESQ	2,500		
FORUM HOUSE, GRENVILLE STREET, JERSEY			
PAUL RICHARD TAYLOR ESQ	6,250		
33 KING WILLIAM STREET, LONDON EC4R 9AS			
Total	63,750		

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

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1

**Insert Director, Secretary, Administrator, Administrative Receiver, Receiver

Signed C. J. Lawrence Designation** Secretary Date 17th June 1997

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The Registrar of Companies
Companies House
Crown Way
Cardiff
CF4 3UZ

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