

Return of allotments of shares

88(2)To the Registrar of Companies (address on page 2)
(see note 1)

(REVISED 1988)

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

Company Number

1245534

1. Name of company

SEMA GROUP UK LIMITED

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc

Description of shares †	ORDINARY		
A Number allotted	12,745,500		
B Nominal value of each		£ 1.00	£
C Total amount (if any) paid or due and payable on each share (including premium if any)		£ 1.00	£

Date(s) on which the shares were allotted

(a) [on 22ND DECEMBER 19 95] , or

(b) [from _____ 19 _____ to _____ 19 _____] s

The names and addresses of the allottees and the number of shares allotted to each should be given on page 2

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			
E Consideration for which the shares were allotted			

NOTES

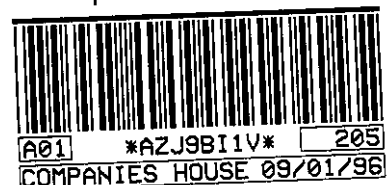
1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the Registrar a return containing the information at D & E. The company may deliver this information 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 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):

G. K. H. Mason
Company Secretary
SEMA GROUP PLC
14 JAMES STREET
LONDON WC2E 8BT.

For official Use

Post room



Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
SEMA GROUP PLC			
REGAL HOUSE			
14 JAMES STREET			
LONDON WC2E 8BT	12,745,500		
Total	12,745,500		

□

Signed [Signature] Designation § SECRETARY Date 4/1/95

The Registrar of Companies
Companies House
100-102 George Street
Edinburgh EH2 3DJ