

Return of allotments of shares

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

88(2)

Please do not write
in this marginTo the Registrar of Companies (address overleaf)
(see note 1)

(REVISED 1988)

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

Company number

1821312

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

*insert full name of company

1. Name of company 1 OF 2

*GUARDIAN ROYAL EXCHANGE plc

2. This section must be completed for all allotments

† distinguish between ordinary
preference, etc

Description of shares †	Ordinary	Ordinary	Ordinary
A Number allotted	6000	4000	2000
B Nominal value of each	5.25p	5.25	5.25
C Total amount (if any) paid or due and payable on each share (including premium if any)	£1.2500	£2.1000	£1.9300

§ complete (a) or (b) as appropriate

Date(s) on which the shares were allotted

(a) [on 21 July 1998] §, 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)

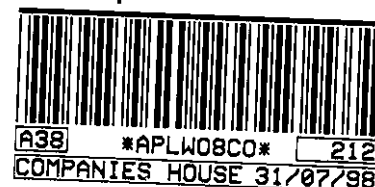
D Extent to which each share is to be treated as paid up. Please use percentage.			
E Consideration for which the shares were allotted			

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 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.

Presenter's name, address,
telephone number and reference
(if any): EMPBEN/SM
3436/SO/P5

For Official Use



4. Names and addresses of the allottees

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Total			

Please do not write in the margin.
Please complete legibly,
preferably in black type, or
bold block lettering

Where the space given on 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
(Scotland) as
appropriate

Signed ORWcm Designation SECRETARY Date 30.7.78

Companies registered in England and Wales or Wales should deliver this form to:-

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

Companies registered in Scotland
should deliver this form to:-

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh
EH1 2EB

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*insert full name of company

1. Name of company 2 OF 2

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Description of shares †	Ordinary	Ordinary	Ordinary
A Number allotted	6000		
B Nominal value of each	5.25p	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£1.2500	£	£

† distinguish between ordinary
preference, etc

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telephone number and reference
(if any): EMPBEN/SM
3436/SO/P5

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5. Names and addresses of the allottees

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
SEE ATTACHED LIST	70000		
Total	70000		

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Edinburgh
EH1 2EB

Guardian Royal Exchange Plc

<u>Names and Addresses</u>	<u>No of shares allotted</u>
Mrs Susan Brook 11 Church Street Addingham Illey N Yorkshire LS29 0QT	6000
Mr John Richard O'Connor 15 The Gables North Orbital Road Watford Hertfordshire WD2 6RP	4000
Mrs Jacqueline Constance Jones 4 Hazelhurst Drive Garstang Lancs PR3 1WB	2000
Mrs Alzira Ruby D'Mello 73 Reading Road Woodley Reading Berkshire RG5 3AE	6000
Mr Derek William Haywood 9 Maplewood Foxes Meadow Walmley Sutton Coldfield West Midlands B76 1JX	6000
Mrs Hasmita Hindocha 42 Princes Drive Harrow Middlesex HA1 1XH	6000

Names and AddressesNo of shares allotted

Mr Stuart Michael Johnson
29 Summercourt Drive
Ravenshead
Nottinghamshire
NG15 9FT

6000

Mr Robert Andrew Phayre
Laurelea
16 Hillcourt Park
Glenageary
Co Dublin
Irish Republic

10000

Mr Robert James Wilson Shaw
13 Bridge Road
St Margarets
Twickenham
Middx
TW1 1RE

24000

P4-SM

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1. Name of company

*GUARDIAN ROYAL EXCHANGE plc

2. This section must be completed for all allotments

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preference, etc

Description of shares †	Ordinary		
A Number allotted	18961		
B Nominal value of each	£5.25	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	378p	£	£

§ complete (a) or (b) as appropriate

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(b) [from 19 to 19] §

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Presenter's name, address,
telephone number and reference
(if any):
EMPBEN/SM/3436/SS/P3

For Official Use

4. Names and addresses of the allottees

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
GUARDIAN ROYAL EXCHANGE QUALIFYING EMPLOYEE SHARE OWNERSHIP TRUST C/O ROYAL EXCHANGE LONDON EC3V 3LS	18961		
Total	18961		

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