

Return of allotments of shares

88(2)

(REVISED 1988)

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

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

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

Company number

1969735

1. Name of company

* T. C. GROUP PLC

2. This section must be completed for all allotments

Description of shares †	ORDINARY		
A Number allotted	238341		
B Nominal value of each	£ 0.25	£	£
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 7th November 19 96] §, 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 <u>157 New T. C. Group shares for every 100 Ordinary shares in Court Cavendish Group PLC</u>			

NOTES

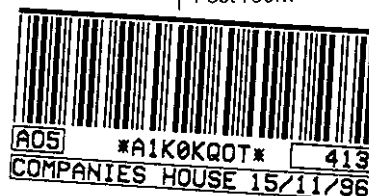
1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information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

For official use

| Post room

**LLOYDS BANK REGISTRARS
THE CAUSEWAY
WORTHING
WEST SUSSEX
BN99 6DA**



"FOR INFORMATION ONLY"
— THIS RESOLUTION PROCESSED SEPARATELY