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

Return of allotments of shares

88(2)

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

(REVISED 1988)

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

Please do not
write in this
margin

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

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

Company number

2366970

1. Name of company

* insert full name
of company

* POWERGEN plc

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc.

Description of shares †	Ordinary		
A Number allotted	20,956		
B Nominal value of each	£ 50p	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ See attached list	£	£

Date(s) on which the shares were allotted

(a) [on 20 JANUARY 19 97] £, 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
appropriate

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

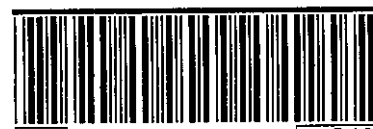
1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information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

Presentor's name address, telephone number and reference (if any):

David J Jackson
Powergen plc
53 New Broad Street
London EC2

For official use

Post room



A08 *AW6L9SJH* 340
COMPANIES HOUSE 21/01/97

Please do not
write in the
margin

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

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‡ Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

**The Registrar of Companies
Companies Registration Office
102 George Street
Edinburgh
EH2 3DJ**

HALIFAX BUILDING SOCIETY
POWERGEN SHARES/SAVE SHARE OPTION REGISTER
EXERCISED OPTIONS 1992 SCHEME

SURNAME	FORENAME	TITLE	ADDRESS	PAYROLL NO	ROLL NUMBER	1992 SHARES EX'D	1992 COST
ARNELL	DAVID G	Mr	149 Newark Rd North Hykeham Lincoln Ln6 8qt LN6 8QT	0226966	C/2401319-07	3517	6189.92
BAKER	NEIL T	Mr	24 Massey Street Newark Notts NG24 1pe NG24 1PE	0389654	C/2401294-08	1407	2476.32
BENNETT	RAYMOND		23 Cricketers Approach Wrenthorpe Wakefield West Yorkshire WF2 0jh WF2 0JH		C/2412348-00	3332	5864.32
CLAY	FRANK	Mr	16 Orchard Close Rampton Retford Notts DN22 0ls DN22 0LS	0112877	C/2402181-05	663	1166.88
COOK	ROBERT R	Mr	21 Hillside Tuxford Newark Notts NG22 0jj NG22 0JJ	1933787	C/2401223-09	3517	6189.92
HOLMES	DAVID G	Mr	19 Hillside Estate Tuxford Newark Notts NG22 0jj NG22 0JJ	4311722	C/2401748-06	2814	4952.64
WARD	PETER A	Mr	38 Peterborough Rd Collingham Newark Notts NG23 7sp NG23 7SP	9094368	C/2411946-07	1581	2782.56
Total:						16831	29622.56

(£1.76 per share)

HALIFAX BUILDING SOCIETY
POWERGEN SHARES/SAVE SHARE OPTION REGISTER
EXERCISED OPTIONS 1993 ISSUE

SURNAME	FORENAME	TITLE	ADDRESS	PAYROLL NO	ROLL NUMBER	1993	
						SHARES	COST
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BAKER	NEIL T	Mr	24 Massey Street Newark Notts NG24 1pe NG24 1PE	0389654	C/3320492-07	688	2105.28
COOK	ROBERT R	Mr	21 Hillside Tuxford Newark Notts NG22 0jj NG22 0JJ	1933787	C/3319730-00	963	2946.78
GROGAN	WILLIAM S	Mr	Mount Cottage The Waen Flint Mountain Flint Clwyd CH6 5qr Clwyd, CH6 5QR	3466347	C/3321149-04	507	1551.42
HASTINGS	BRIAN W	Mr	3 Aldermans Close The Meadows Nottingham NG2 2nj NG2 2NJ	0573203	C/3320802-07	1268	3880.08
HOLTOM	MICHAEL	Mr	49 St Johns Drive Clarborough Retford Notts DN22 9nn DN22 9NN	4332625	C/3320502-08	699	2138.94
=====	=====	=====	=====	=====	=====	=====	=====
Total:						4125	12622.50

(£3.06 per share)