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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)**

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

Company number

2366970

1. Name of company

* POWERGEN plc

2. This section must be completed for all allotments

Description of shares †	Ordinary		
A Number allotted	30,752		
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 14 November 19 95] £, 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

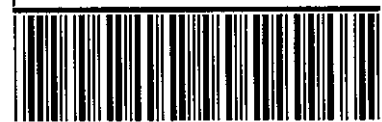
1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information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

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



A19 *AGJZLGIR* 261
COMPANIES HOUSE 15/11/95

Please do not
write in the
margin

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

1

Signed [Signature] Designation Assistant to Company Secretary Date 14.11.95

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

HALIFAX BUILDING SOCIETY
POWERGEN SHARESAVE SHARE OPTION REGISTER
EXERCISED OPTIONS

EXERCISE RETURN No 27

SURNAME	FORENAME	TITLE	ADDRESS	PAYROLL NO	1991		1992		1993	GRAND	
					SHARES	EX'D	SHARES	EX'D		TOTAL	COST
ADDINGTON	PHILLIP	Mr	Redroofs, 20 Swinderby Road, Collingham, Newark, Notts, NG23 7PH	0047396	5549	0	8909.66	0	878	2686.68	11596.34
BROWN	PHILIP A	Mr	149 Tilehouse Green Lane, Knowle, Solihull, West Midlands, B93 9EN	0032169	1329	0	1780.86	254	0	0.00	2227.90
ELLIS	IVAN	Mr	16 Farmway, Braunstone, Leicester, LE3 2XA	2744459	0	0.00	1017	1789.92	0	0.00	1789.92
HALL	KATHERINE V	Mrs	42 Malthouse Lane, Earlswood Solihull West Midlands B94 5RY	609	816.06	0	0.00	0.00	0	0.00	816.06
HEDLEY	ELISABETH	Miss	46 Abbots Close, Knowle, Solihull, B93 9PP	0568452	2216	2969.44	763	1342.88	1493	4568.58	8880.90
LILL	ANTHONY R	Mr	81 Solihull Road, Shirley, Solihull, West Midlands, B90 3HJ	5348386	1126	1508.84	650	1144.00	455	1392.30	4045.14
PHILLIPS	RONALD D	Mr	29 Brixworth Way Retford Notts DN22 6TT	0048123	886	1187.24	508	894.08	175	535.50	2616.82
STRETTON	CHRISTOPHER J	Mr	8 The Chase Grantham Lincs NG33 4AN	0133732	2216	2969.44	1017	1789.92	0	0.00	4759.36
TRILLOE	KEITH J	Mr	12 Chaffinch Drive, Chelmsley Wood, Birmingham, B36 0QH	0563073	2216	2969.44	0	0.00	263	804.78	3774.22
WALLACE	BERNARD	Mr	223 Alcester Road, Hollywood, Birmingham, B47 5HF	9031052	2216	2969.44	3816	6716.16	0	0.00	9685.60
Total:					19463	26080.42	8025	14124.00	3264	9987.84	50192.26

11.34 per share 11.76 per share 13.06 per share