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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

CHA 116

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

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

Company number

2649607

1. Name of Company

* Insert full name
of company

* MINERVA PLC

2. This section must be completed for all allotments

† Distinguish
between
ordinary
preference, etc.

Description of shares †	ORDINARY		
A Number allotted	31,937,093		
B Nominal value of each	£ 0.25	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 1.90	£	£

§ Complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 31 MARCH 19 98] §, 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 CASH			

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):

OLSWANG
90 LONG ACRE
LONDON WC2E 9TT

DOC: 119454
DX: 37972 KINGSWAY
REF: CXT/JSG/M3522.156
TEL: 0171 208 8707

For official use

Post Room



A35 *A46FE94Q* 539
COMPANIES HOUSE 28/08/98

4. Names and addresses of allottees

Please do not write in the margin


Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
PLEASE SEE ATTACHED LISTING FOR NAMES OF ALLOTTEES AND NUMBER OF ORDINARY SHARES ALLOTTED TO EACH.			
Total	31937093		

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:

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‡Insert director, secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Signed  Designation ‡ SECRETARY Date 14/8/98

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 Registration Office
102 George Street
Edinburgh
EH2 3DJ

FORM ML8/1

36 Pages

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BULK LIST OF ALLOTMENT OF SHARES

A BULK LIST OF ALLOTMENTS FOR THIS COMPANY HAS BEEN
LODGED BUT DOES NOT APPEAR ON THIS MICROFICHE.

IF YOU WISH TO SEARCH THE LIST, PLEASE ENQUIRE AT THE
SEARCH CONTROL COUNTER.

COMPANY NUMBER 2649607