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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)

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

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

Company number

2723534

1. Name of company

* ZENECA GROUP PLC

2. This section must be completed for all allotments

Description of shares †	ORDINARY	ORDINARY	ORDINARY
A Number allotted	1,224	672	216
B Nominal value of each	£ 25p	£ 25p	£ 25p
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 7-54	£ 10-23	£ 13-57

Date(s) on which the shares were allotted

(a) [on 28th JANUARY 1999] §, 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):

For official use



Please do not
write in the
margin

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

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

The Registrar of Companies
Companies House
100-102 George Street
Edinburgh
EH2 3DJ



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

Return of allotments of shares

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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

2723534

1. Name of company

* ZENECA GROUP PLC

2. This section must be completed for all allotments

Description of shares +	ORDINARY		
A Number allotted	108		
B Nominal value of each	£ 25p	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 17.59	£	£

Date(s) on which the shares were allotted

(a) [on 28TH JANUARY 19 99] \$, 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):

For official use

KLO *KCZA6DE2* 5714
COMPANIES HOUSE 29/01/99

4. Names and addresses of the allottees

Please do not
write in the
margin

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

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
SEE ATTACHED LIST	108		
Total	108		

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 [Signature] Designation: Altared Signatory Date 28/1/59

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

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

Companies registered in Scotland
should deliver this form to:-

The Registrar of Companies
Companies House
100-102 George Street
Edinburgh
EH2 3DJ

ZENECA Group PLC
SAVINGS RELATED SHARE OPTION SCHEME
SUMMARY FOR ALLOTMENT ON 28 JANUARY 1999

<u>LIST DATED</u>	<u>OPTIONS AT 754p</u>	<u>OPTIONS AT 1023p</u>	<u>OPTIONS AT 1357p</u>	<u>OPTIONS AT 1759p</u>	<u>TOTAL</u>
21-Jan-99	1,224	672	216	108	2,220
TOTAL	1,224	672	216	108	2,220

14/1X/028/20/0001

CORPORATE BUSINESS - SHARESAVE SCHEME BULK CLOSURES - DETAIL REPORT

PRODUCED ON 21/01/99 AT 10:56

BRANCH/AGENT 976/H217 CLOSING DATE 22/01/99

ACCOUNT NO. 2350942364
NAME MR JD ANKERS
FNAME JOHN DAVID
ADDRESS 724 WALMERSLEY RD
BURY
LANCASHIRE
BL9 6RN
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 29/09/94 SHARE PRICE 7.540000 EXERCISABLE SHARES 288
OPEN DATE 01/11/94 CALCULATION CODE 06 EXERCISED SHARES 288
TERM 5 SUB AMOUNT 40.00 CURRENT BALANCE 2040.00
EMPLOYEE NO. 11369035 CAPITAL PRICE 132.80
COMPANY STATUS 30 CLOSING INTEREST 2171.52
COMP. STAT. DATE 31/12/98 LETTTER TYPE CB005 SHARES BALANCE 1.28
LOCATION GHUA EMPLOYEE BALANCE
MATURITY DATE 01/11/99 EMPL. CHEQUE NO.

ACCOUNT NO. 2350942365
NAME MR JD ANKERS
FNAME JOHN DAVID
ADDRESS 724 WALMERSLEY RD
BURY
LANCASHIRE
BL9 6RN
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 20/09/95 SHARE PRICE 10.230000 EXERCISABLE SHARES 155
OPEN DATE 01/12/95 CALCULATION CODE 06 EXERCISED SHARES 155
TERM 5 SUB AMOUNT 40.00 CURRENT BALANCE 1520.00
EMPLOYEE NO. 11369035 CAPITAL PRICE 72.40
COMPANY STATUS 30 CLOSING INTEREST 1585.65
COMP. STAT. DATE 31/12/98 LETTTER TYPE CB005 SHARES BALANCE 6.75
LOCATION GHUA EMPLOYEE BALANCE
MATURITY DATE 01/12/00 EMPL. CHEQUE NO.

ACCOUNT NO. 2350942366
NAME MR JD ANKERS
FNAME JOHN DAVID
ADDRESS 724 WALMERSLEY RD
BURY
LANCASHIRE
BL9 6RN
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 19/09/96 SHARE PRICE 13.570000 EXERCISABLE SHARES 79
OPEN DATE 01/12/96 CALCULATION CODE 06 EXERCISED SHARES 79
TERM 5 SUB AMOUNT 40.00 CURRENT BALANCE 1040.00
EMPLOYEE NO. 11369035 CAPITAL PRICE 32.40
COMPANY STATUS 30 CLOSING INTEREST 1072.03
COMP. STAT. DATE 31/12/98 LETTTER TYPE CB005 SHARES BALANCE 0.37
LOCATION GHUA EMPLOYEE BALANCE
MATURITY DATE 01/12/01 EMPL. CHEQUE NO.

ACCOUNT NO. 2350942367
NAME MR JD ANKERS
FNAME JOHN DAVID
ADDRESS 724 WALMERSLEY RD
BURY
LANCASHIRE
BL9 6RN
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 25/09/97 SHARE PRICE 17.590000 EXERCISABLE SHARES 32
OPEN DATE 01/12/97 CALCULATION CODE 06 EXERCISED SHARES 32
TERM 3 SUB AMOUNT 40.00 CURRENT BALANCE 560.00
EMPLOYEE NO. 11369035 CAPITAL PRICE 8.80
COMPANY STATUS 30 CLOSING INTEREST 562.88
COMP. STAT. DATE 31/12/98 LETTTER TYPE CB005 SHARES BALANCE 5.92
LOCATION GHUA EMPLOYEE BALANCE
MATURITY DATE 01/12/00 EMPL. CHEQUE NO.

14/11/02/20/0002

CORPORATE BUSINESS - SHARES/AVE SCHEME BULK CLOSURES - DETAIL REPORT

PRODUCED ON 21/01/99 AT 10:56

BRANCH/AGENT 976/H217 CLOSING DATE 22/01/99

ACCOUNT NO. 2354335464
NAME MR FG CAROLAN
FINBAR GERRARD
ADDRESS 28 LE SOR HILL
PETERSON-SUPER-FLY
VALE OF GLAMORGAN
CFS 6LW
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHECKS TO EMPLOYEES
GRANT DATE 29/09/94 SHARE PRICE 7.540000 EXERCISABLE SHARES 216
OPEN DATE 01/11/94 CALCULATION CODE 06 EXERCISED SHARES 216
TERM 5 SUB AMOUNT 30.00 CURRENT BALANCE 1530.00
EMPLOYEE NO. 12229733 CAPITAL PRICE 99.60 CLOSING INTEREST 1628.64
COMPANY STATUS 05 CALC. FACTOR SHARES BALANCE 0.96
COMP. STAT. DATE 01/01/99 LETTER TYPE
LOCATION LAPSE
MATURITY DATE 01/11/99 EMPL. CHEQUE NO.

ACCOUNT NO. 2354335465
NAME MR FG CAROLAN
FINBAR GERRARD
ADDRESS 28 LE SOR HILL
PETERSON-SUPER-FLY
VALE OF GLAMORGAN
CFS 6LW
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHECKS TO EMPLOYEES
GRANT DATE 29/09/94 SHARE PRICE 10.230000 EXERCISABLE SHARES 194
OPEN DATE 01/12/95 CALCULATION CODE 06 EXERCISED SHARES 194
TERM 5 SUB AMOUNT 50.00 CURRENT BALANCE 1900.00
EMPLOYEE NO. 12229733 CAPITAL PRICE 90.50 CLOSING INTEREST 1984.62
COMPANY STATUS 05 CALC. FACTOR SHARES BALANCE 5.88
COMP. STAT. DATE 01/01/99 LETTER TYPE
LOCATION LAPSE
MATURITY DATE 01/12/00 EMPL. CHEQUE NO.

ACCOUNT NO. 2350532064
NAME MRS AT HUNTER
ANNE TAYLOR
ADDRESS 22 WJREHEAD ROAD
STENHOUSEMUIR
LARBERT
STIRLINGSHERE
FK5 4JA
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHECKS TO EMPLOYEES
GRANT DATE 29/09/94 SHARE PRICE 7.540000 EXERCISABLE SHARES 216
OPEN DATE 01/11/94 CALCULATION CODE 06 EXERCISED SHARES 216
TERM 5 SUB AMOUNT 30.00 CURRENT BALANCE 1530.00
EMPLOYEE NO. 01090199 CAPITAL PRICE 99.60 CLOSING INTEREST 1628.64
COMPANY STATUS 50 CALC. FACTOR SHARES BALANCE 0.96
COMP. STAT. DATE 01/10/98 LETTER TYPE
LOCATION LAPSE
MATURITY DATE 01/11/99 EMPL. CHEQUE NO.

ACCOUNT NO. 2350532065
NAME MRS AT HUNTER
ANNE TAYLOR
ADDRESS 22 WJREHEAD ROAD
STENHOUSEMUIR
LARBERT
STIRLINGSHERE
FK5 4JA
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHECKS TO EMPLOYEES
GRANT DATE 20/09/95 SHARE PRICE 10.230000 EXERCISABLE SHARES 136
OPEN DATE 01/12/95 CALCULATION CODE 06 EXERCISED SHARES 136
TERM 5 SUB AMOUNT 35.00 CURRENT BALANCE 1330.00
EMPLOYEE NO. 01090199 CAPITAL PRICE 63.35 CLOSING INTEREST 1391.28
COMPANY STATUS 50 CALC. FACTOR SHARES BALANCE 2.07
COMP. STAT. DATE 01/10/98 LETTER TYPE
LOCATION LAPSE
MATURITY DATE 01/12/00 EMPL. CHEQUE NO.

1441X/028/20/0003

CORPORATE BUSINESS - SHARES/AVE SCHEME BULK CLOSURES - DETAIL REPORT

PRODUCED ON 21/01/99 AT 10:56

BRANCH/AGENT 976/H217 CLOSING DATE 22/01/99

ACCOUNT NO. 2350532066
NAME MRS AT HUNTER
FNAME ANNIE TAYLOR
ADDRESS 22 WILKINSON ROAD
STENHOUSEMUIR
LARBERT
STIRLINGSHIRE
FK5 4JA
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 19/09/96 SHARE PRICE 13.570000 EXERCISABLE SHARES 98
OPEN DATE 01/12/96 CALCULATION CODE 06 EXERCISED SHARES 98
TERM 3 SUB AMOUNT 50.00 CURRENT BALANCE 1300.00
EMPLOYEE NO. 01090199 CAPITAL PRICE 40.50
COMPANY STATUS 50 CALC. FACTOR 1329.86
COMP. STAT. DATE 01/10/98 LETTER TYPE SHARES BALANCE
LOCATION LAPSE EMPLOYEE BALANCE
MATURITY DATE 01/12/99 EMPL. CHEQUE NO. 10.64

ACCOUNT NO. 2350532067
NAME MRS AT HUNTER
FNAME ANNIE TAYLOR
ADDRESS 22 WILKINSON ROAD
STENHOUSEMUIR
LARBERT
STIRLINGSHIRE
FK5 4JA
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 25/09/97 SHARE PRICE 17.590000 EXERCISABLE SHARES 64
OPEN DATE 01/12/97 CALCULATION CODE 06 EXERCISED SHARES 64
TERM 3 SUB AMOUNT 80.00 CURRENT BALANCE 1120.00
EMPLOYEE NO. 01090199 CAPITAL PRICE 17.60
COMPANY STATUS 50 CALC. FACTOR 1125.76
COMP. STAT. DATE 01/10/98 LETTER TYPE SHARES BALANCE
LOCATION LAPSE EMPLOYEE BALANCE
MATURITY DATE 01/12/00 EMPL. CHEQUE NO. 11.84

ACCOUNT NO. 2349684464
NAME MR J SNEDDON
FNAME JOHN
ADDRESS 10 ALMA STREET
FALKIRK
STIRLINGSHIRE
FK2 7HB
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 29/09/94 SHARE PRICE 7.540000 EXERCISABLE SHARES 144
OPEN DATE 01/11/94 CALCULATION CODE 06 EXERCISED SHARES 144
TERM 5 SUB AMOUNT 20.00 CURRENT BALANCE 1020.00
EMPLOYEE NO. 00358495 CAPITAL PRICE 66.40
COMPANY STATUS 50 CALC. FACTOR 1085.76
COMP. STAT. DATE 01/10/98 LETTER TYPE SHARES BALANCE
LOCATION LAPSE EMPLOYEE BALANCE
MATURITY DATE 01/11/99 EMPL. CHEQUE NO. 0.64

ACCOUNT NO. 2349684465
NAME MR J SNEDDON
FNAME JOHN
ADDRESS 10 ALMA STREET
FALKIRK
STIRLINGSHIRE
FK2 7HB
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 20/09/95 SHARE PRICE 10.230000 EXERCISABLE SHARES 77
OPEN DATE 01/12/95 CALCULATION CODE 06 EXERCISED SHARES 77
TERM 5 SUB AMOUNT 20.00 CURRENT BALANCE 760.00
EMPLOYEE NO. 00358495 CAPITAL PRICE 36.20
COMPANY STATUS 50 CALC. FACTOR 787.71
COMP. STAT. DATE 01/10/98 LETTER TYPE SHARES BALANCE
LOCATION LAPSE EMPLOYEE BALANCE
MATURITY DATE 01/12/00 EMPL. CHEQUE NO. 8.49

1441X/028/20/0004

CORPORATE BUSINESS - SHARES/SCHEME BULK CLOSURES - DETAIL REPORT

PRODUCED ON 21/01/99 AT 10:56

BRANCH/AGENT 976/H217 CLOSING DATE 22/01/99

ACCOUNT NO. 2349684466
NAME MR J SNEDDON
FNAME JOHN
ADDRESS 10 ALMA STREET
FALKIRK
STIRLINGSHIRE
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 19/09/96 SHARE PRICE 13.570000 EXERCISABLE SHARES 39
OPEN DATE 01/12/96 CALCULATION CODE 06 EXERCISED SHARES 39
TERM 5 SUB AMOUNT 20.00 CURRENT BALANCE 520.00
EMPLOYEE NO. 00358495 CAPITAL PRICE 16.20
COMPANY STATUS 50 CALC. FACTOR 529.23
COMP. STAT. DATE 01/10/98 LETTER TYPE SHARES BALANCE 6.97
LOCATION LAPSE
MATURITY DATE 01/12/01 EMPL. CHEQUE NO.

FK2 7H8

ACCOUNT NO. 2349684467
NAME MR J SNEDDON
FNAME JOHN
ADDRESS 10 ALMA STREET
FALKIRK
STIRLINGSHIRE
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 25/09/97 SHARE PRICE 17.590000 EXERCISABLE SHARES 12
OPEN DATE 01/12/97 CALCULATION CODE 06 EXERCISED SHARES 12
TERM 3 SUB AMOUNT 20.00 CURRENT BALANCE 220.00
EMPLOYEE NO. 00358495 CAPITAL PRICE 0.00
COMPANY STATUS 50 CALC. FACTOR 211.08
COMP. STAT. DATE 01/10/98 LETTER TYPE SHARES BALANCE 8.92
LOCATION LAPSE
MATURITY DATE 01/12/00 EMPL. CHEQUE NO.

FK2 7H8

ACCOUNT NO. 2353339164
NAME MRS J TURNBULL
FNAME JILL
ADDRESS 8 CASTLEGATE
PRESTBURY
MACCLESFIELD CHESHIRE
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 29/09/94 SHARE PRICE 7.540000 EXERCISABLE SHARES 360
OPEN DATE 01/11/94 CALCULATION CODE 06 EXERCISED SHARES 360
TERM 5 SUB AMOUNT 50.00 CURRENT BALANCE 2600.00
EMPLOYEE NO. 01209782 CAPITAL PRICE 166.00
COMPANY STATUS 05 CALC. FACTOR 2714.40
COMP. STAT. DATE 08/08/98 LETTER TYPE SHARES BALANCE 51.60
LOCATION LAPSE
MATURITY DATE 01/11/99 EMPL. CHEQUE NO.

SK10 4AZ

ACCOUNT NO. 2627003065
NAME MRS J WEBB
FNAME JACQUELINE
ADDRESS 68 TOUTLEY ROAD
EMMBROOK
WOKINGHAM BERKSHIRE
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 20/09/95 SHARE PRICE 10.230000 EXERCISABLE SHARES 110
OPEN DATE 01/12/95 CALCULATION CODE 06 EXERCISED SHARES 110
TERM 5 SUB AMOUNT 30.00 CURRENT BALANCE 1080.00
EMPLOYEE NO. 01221743 CAPITAL PRICE 51.30
COMPANY STATUS 05 CALC. FACTOR 1125.30
COMP. STAT. DATE 05/12/98 LETTER TYPE SHARES BALANCE 6.00
LOCATION LAPSE
MATURITY DATE 01/01/01 EMPL. CHEQUE NO.

RG41 1QL

1441X/028/20/0005

CORPORATE BUSINESS - SHARES/AVE SCHEME BULK CLOSURES - DETAIL REPORT

PRODUCED ON 21/01/99 AT 10:56

BRANCH/AGENT 976/H217

CLOSING DATE 22/01/99

GRAND TOTALS :

NUMBER OF ACCOUNTS = 16

CURRENT BALANCE + INTEREST = 21063.65

AMOUNT TO BE PAID FOR SHARES = 20934.36

AMOUNT TO BE PAID TO EMPLOYEES = 129.29

TOTAL SHARES EXERCISED = 2220

*** END OF REPORT ***