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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)

part 1 of 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	986	261	107
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 19th NOVEMBER 1998] \$, 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.

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

For official use

Post room



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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)

Part 2 of 2

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	47		
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 19TH NOVEMBER 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.			
E Consideration for which the shares were allotted			

NOTES

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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



Please do not
write in the
margin

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

Signed [Signature] Designation: Attorney General Date 19/11/98

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 19 NOVEMBER 1998

<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>
09-Nov-98	10	8	7	-	25
11-Nov-98	976	253	100	47	1,376
TOTAL	986	261	107	47	1,401

ZENECA GROUP PLC

SAVINGS RELATED SHARE OPTION SCHEME

(SEE ATTACHED LETTER)

<u>NAME & ADDRESS</u>	<u>NO. OF SHARES</u>	<u>OPTION PRICE</u>
MR DAVID GARTH WELTON 23 HIGHTREE DRIVE HENBURY MACCLESFIELD CHESHIRE SK11 9PD	10 8 7	754p 1023p 1357p
EMPLOYEE NO. 12155241		
TOTAL NO OF SHARES	25	

1441X/028/20/0001

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

PRODUCED ON 11/11/98 AT 12:40

BRANCH/AGENT 976/H217 CLOSING DATE 12/11/98

ACCOUNT NO. 2354396664

NAME DR M FANFARILLO
FNAME MICHAEL
ADDRESS 47 SUMMERCOURT DRIVE
RAVENSHED
NOTTINGHAM

NG15 9FT

PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 29/09/94 SHARE PRICE 7.540000 EXERCISABLE SHARES 304
OPEN DATE 01/11/94 CALCULATION CODE 06 EXERCISED SHARES 304
TERM SUB AMOUNT 45.00 CURRENT BALANCE 2160.00
EMPLOYEE NO. 01224085 CAPITAL, PRICE CLOSING INTEREST 137.25
COMPANY STATUS 05 CALC. FACTOR SHARES BALANCE 2292.16
COMP. STAT. DATE 01/06/98 LETTER TYPE CB005 EMPLOYEE BALANCE 5.09
LOCATION LAPSE
Maturity DATE 01/11/99 EMPL. CHEQUE NO.

ACCOUNT NO. 2351953464

NAME MRS RH HALLIWELL
FNAME RUTH HELEN
ADDRESS GABLE COTTAGE
COMBE LANE
WORMLEY
NR GODALMING
SURREY
GU8 5TE

PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 29/09/94 SHARE PRICE 7.540000 EXERCISABLE SHARES 138
OPEN DATE 01/11/94 CALCULATION CODE 06 EXERCISED SHARES 138
TERM SUB AMOUNT 20.00 CURRENT BALANCE 1000.00
EMPLOYEE NO. HBLA 05 CAPITAL, PRICE CLOSING INTEREST 61.00
COMPANY STATUS 05 CALC. FACTOR SHARES BALANCE 1040.52
COMP. STAT. DATE 31/05/98 LETTER TYPE CB005 EMPLOYEE BALANCE 20.48
LOCATION LAPSE
Maturity DATE 01/11/99 EMPL. CHEQUE NO.

ACCOUNT NO. 2352121064

NAME ~~EXX-EG-SAVINGS~~
FNAME ~~ERIC-GEORGE~~ LINDA CATHÉRINE
ADDRESS MS L C PATON 32 HURST PARK ROAD
TWYFORD
READING BERKSHIRE

RG10 0EY

PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 29/09/94 SHARE PRICE 7.540000 EXERCISABLE SHARES 189
OPEN DATE 01/11/94 CALCULATION CODE 06 EXERCISED SHARES 189
TERM SUB AMOUNT 30.00 CURRENT BALANCE 1350.00
EMPLOYEE NO. ~~01102785~~ 35 CAPITAL, PRICE CLOSING INTEREST 80.40
COMPANY STATUS 35 CALC. FACTOR SHARES BALANCE 1425.06
COMP. STAT. DATE 12/07/98 LETTER TYPE CB005 EMPLOYEE BALANCE 5.34
LOCATION LAPSE
Maturity DATE 01/11/99 EMPL. CHEQUE NO.

ACCOUNT NO. 2352121065

NAME ~~EXX-EG-SAVINGS~~
FNAME ~~ERIC-GEORGE~~ LINDA CATHÉRINE
ADDRESS MS L C PATON 32 HURST PARK ROAD
TWYFORD
READING BERKSHIRE

RG10 0EY

PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 20/09/95 SHARE PRICE 10.230000 EXERCISABLE SHARES 81
OPEN DATE 01/12/95 CALCULATION CODE 06 EXERCISED SHARES 81
TERM SUB AMOUNT 25.00 CURRENT BALANCE 800.00
EMPLOYEE NO. ~~01102785~~ 35 CAPITAL, PRICE CLOSING INTEREST 33.75
COMPANY STATUS 35 CALC. FACTOR SHARES BALANCE 828.63
COMP. STAT. DATE 12/07/98 LETTER TYPE CB005 EMPLOYEE BALANCE 5.12
LOCATION LAPSE
Maturity DATE 01/12/00 EMPL. CHEQUE NO.

1441X/028/20/0002

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

PRODUCED ON 11/11/98 AT 12:40

BRANCH/AGENT 976/H217 CLOSING DATE 12/11/98

ACCOUNT NO. 2352121066
NAME ~~ERG-GEORGE~~ LINDA CATHERINE
FNAME ~~ERG-GEORGE~~
ADDRESS MS L C PATON 32 HURST PARK ROAD
TWYFORD
READING BERKSHIRE
RG10 0EY
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 19/09/96 SHARE PRICE 13.570000 EXERCISABLE SHARES 37
OPEN DATE 01/12/96 CALCULATION CODE 06 EXERCISED SHARES 37
TERM 5 SUB AMOUNT 25.00 CURRENT BALANCE 500.00
EMPLOYEE NO. 01127065 CAPITAL, PRICE 13.00
COMPANY STATUS 35 CLOSING INTEREST 502.09
COMP. STAT. DATE 12/07/98 CALC. FACTOR CB005 SHARES BALANCE 10.91
LOCATION LAPSE EMPLOYEE BALANCE
Maturity Date 01/12/01 EMPL. CHEQUE NO.

ACCOUNT NO. 2352121067
NAME ~~ERG-GEORGE~~ LINDA CATHERINE
FNAME ~~ERG-GEORGE~~
ADDRESS MS L C PATON 32 HURST PARK ROAD
TWYFORD
READING BERKSHIRE
RG10 0EY
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 25/09/97 SHARE PRICE 17.590000 EXERCISABLE SHARES 13
OPEN DATE 01/12/97 CALCULATION CODE 06 EXERCISED SHARES 13
TERM 5 SUB AMOUNT 30.00 CURRENT BALANCE 240.00
EMPLOYEE NO. 01127065 CAPITAL, PRICE 0.00
COMPANY STATUS 35 CLOSING INTEREST 228.67
COMP. STAT. DATE 12/07/98 CALC. FACTOR CB005 SHARES BALANCE 11.33
LOCATION LAPSE EMPLOYEE BALANCE
Maturity Date 01/12/02 EMPL. CHEQUE NO.

ACCOUNT NO. 2624693865
NAME MR AG SELF
FNAME ALAN GORDON
ADDRESS 34 SOMERSET CLOSE
CONGLETON
CHESHIRE
CW12 1SE
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 20/09/95 SHARE PRICE 10.230000 EXERCISABLE SHARES 55
OPEN DATE 01/12/95 CALCULATION CODE 06 EXERCISED SHARES 55
TERM 5 SUB AMOUNT 15.00 CURRENT BALANCE 540.00
EMPLOYEE NO. 01127065 CAPITAL, PRICE 24.30
COMPANY STATUS 20 CLOSING INTEREST 562.65
COMP. STAT. DATE 30/05/98 CALC. FACTOR CB005 SHARES BALANCE 1.65
LOCATION LAPSE EMPLOYEE BALANCE
Maturity Date 01/12/00 EMPL. CHEQUE NO.

ACCOUNT NO. 2624693866
NAME MR AG SELF
FNAME ALAN GORDON
ADDRESS 34 SOMERSET CLOSE
CONGLETON
CHESHIRE
CW12 1SE
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 19/09/96 SHARE PRICE 13.570000 EXERCISABLE SHARES 27
OPEN DATE 01/12/96 CALCULATION CODE 06 EXERCISED SHARES 27
TERM 3 SUB AMOUNT 15.00 CURRENT BALANCE 360.00
EMPLOYEE NO. 01127065 CAPITAL, PRICE 10.35
COMPANY STATUS 20 CLOSING INTEREST 366.39
COMP. STAT. DATE 30/05/98 CALC. FACTOR CB005 SHARES BALANCE 3.96
LOCATION LAPSE EMPLOYEE BALANCE
Maturity Date 01/12/99 EMPL. CHEQUE NO.

1441X/028/20/0003

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

PRODUCED ON 11/11/98 AT 12:40

BRANCH/AGENT 976/M217 CLOSING DATE 12/11/98

ACCOUNT NO. 2624693867
NAME MR AG SELF
FNAME ALAN GORDON
ADDRESS 34 SOMERSET CLOSE
CONGLETON
CHESHIRE
CASH 1SE

PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 25/09/97 SHARE PRICE 17.590000 EXERCISABLE SHARES 34
OPEN DATE 01/12/97 CALCULATION CODE 06 EXERCISED SHARES 34
TERM SUB AMOUNT 50.00 CURRENT BALANCE 600.00
EMPLOYEE NO. 01127065 CAPITAL, PRICE 0.00
COMPANY STATUS 20 CLOSING INTEREST 598.06
COMP. STAT. DATE 30/05/98 CALC. FACTOR C8005 EMPLOYEE BALANCE 1.94
LOCATION LAPSE
Maturity Date 01/12/00 COMP. CHEQUE NO.
EMPL. CHEQUE NO.

ACCOUNT NO. 2351857064
NAME MR DA TURNER
FNAME DAVID ALBERT
ADDRESS 35 YORKDALE
GLENFIELD ESTATE
CLARKSFIELD OLDHAM
OL4 3AR

PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 29/09/94 SHARE PRICE 7.540000 EXERCISABLE SHARES 345
OPEN DATE 01/11/94 CALCULATION CODE 06 EXERCISED SHARES 345
TERM SUB AMOUNT 50.00 CURRENT BALANCE 2450.00
EMPLOYEE NO. 01178054 CAPITAL, PRICE 152.50
COMPANY STATUS 20 CLOSING INTEREST 2601.30
COMP. STAT. DATE 01/07/98 CALC. FACTOR C8005 EMPLOYEE BALANCE 1.20
LOCATION LAPSE
Maturity Date 01/11/99 COMP. CHEQUE NO.
EMPL. CHEQUE NO.

ACCOUNT NO. 2351857065
NAME MR DA TURNER
FNAME DAVID ALBERT
ADDRESS 35 YORKDALE
GLENFIELD ESTATE
CLARKSFIELD OLDHAM
OL4 3AR

PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 20/09/95 SHARE PRICE 10.230000 EXERCISABLE SHARES 117
OPEN DATE 01/12/95 CALCULATION CODE 06 EXERCISED SHARES 117
TERM SUB AMOUNT 32.00 CURRENT BALANCE 1152.00
EMPLOYEE NO. 01178054 CAPITAL, PRICE 51.84
COMPANY STATUS 20 CLOSING INTEREST 1196.91
COMP. STAT. DATE 01/07/98 CALC. FACTOR C8005 EMPLOYEE BALANCE 6.93
LOCATION LAPSE
Maturity Date 01/12/00 COMP. CHEQUE NO.
EMPL. CHEQUE NO.

ACCOUNT NO. 2351857066
NAME MR DA TURNER
FNAME DAVID ALBERT
ADDRESS 35 YORKDALE
GLENFIELD ESTATE
CLARKSFIELD OLDHAM
OL4 3AR

PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 19/09/96 SHARE PRICE 13.570000 EXERCISABLE SHARES 36
OPEN DATE 01/12/96 CALCULATION CODE 06 EXERCISED SHARES 36
TERM SUB AMOUNT 20.00 CURRENT BALANCE 480.00
EMPLOYEE NO. 01178054 CAPITAL, PRICE 13.80
COMPANY STATUS 20 CLOSING INTEREST 488.52
COMP. STAT. DATE 01/07/98 CALC. FACTOR C8005 EMPLOYEE BALANCE 5.28
LOCATION LAPSE
Maturity Date 01/12/01 COMP. CHEQUE NO.
EMPL. CHEQUE NO.

1441X/028/20/0004

BRANCH/AGENT 976/H217

GRAND TOTALS :

CLOSING DATE 12/11/98

NUMBER OF ACCOUNTS	=	12
CURRENT BALANCE + INTEREST	=	12210.19
AMOUNT TO BE PAID FOR SHARES	=	12130.96
AMOUNT TO BE PAID TO EMPLOYEES	=	79.23
TOTAL SHARES EXERCISED	=	1376

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

PRODUCED ON 11/11/98 AT 12:40

*** END OF REPORT ***