

**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

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	968	158	9,366
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	£ 13-57	£ 23-66

Date(s) on which the shares were allotted

(a) [on 27TH AUGUST 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)

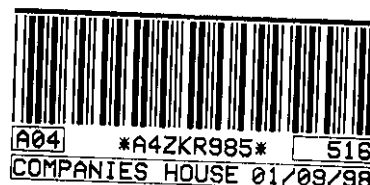
D Extent to which each share is to be treated as paid up. Please use percentage.			
E Consideration for which the shares were allotted			

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.

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

For official use



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

[illegible]

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:

11

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

Signed Javed Iqbal Designation: Asst. Secy Date 28/8/98

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

Companies registered in Scotland
should deliver this form to:-

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

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

ZENECA Group PLC
1994 EXECUTIVE SHARE OPTION SCHEME
ALLOTMENT COMMITTEE - 27 AUGUST 1998
SUMMARY

ALLOTMENTS AT	2366p	9,366
		=====
		9,366
		=====

ZENECA Group PLC

1994 EXECUTIVE SHARE OPTION SCHEME

ALLOTMENT COMMITTEE - 27 AUGUST 1998

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF ORDINARY SHARES</u>	<u>PRICE PER SHARE</u>
Apollo Nominees Ltd Desig. DEP Participant ID: 002	1 Finsbury Avenue London EC2M 2PA	5,966	2366p
Mr Barry John Day Desig. 11535806	23 Woodlands Way Alkrington Middleton Manchester M24 1WL	3,400	2366p
TOTAL NUMBER OF SHARES ALLOTTED		9,366	

ZENECA Group PLC

SAVINGS RELATED SHARE OPTION SCHEME

SUMMARY FOR ALLOTMENT ON 27 AUGUST 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>
13-Aug-98	968	-	158	-	1,126
TOTAL	968	-	158	-	1,126

1441X/028/20/0001

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

PRODUCED ON 13/08/98 AT 11:57

BRANCH/AGENT 976/H217

CLOSING DATE 13/08/98

ACCOUNT NO. 2351181964

NAME DR JC TOPHAM
FNAME JOHN CALTON
ADDRESS APRIL COTTAGE
2 FOXWOOD DRIVE OVER PEOVER
KNUTSFORD CHESHIRE

PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 29/09/94 SHARE PRICE 7.540000 EXERCISABLE SHARES 968
OPEN DATE 01/11/94 CALCULATION CODE 06 EXERCISED SHARES 968
TERM 5 SUB AMOUNT 150.00 CURRENT BALANCE 6900.00
EMPLOYEE NO. 11535091 CAPITAL PRICE 402.00
COMPANY STATUS 50 CALC. FACTOR 7298.72
COMP. STAT. DATE 14/02/98 LETTER TYPE CB005 SHARES BALANCE
LOCATION LAPSE EMPLOYEE BALANCE 3.28
MATURITY DATE 01/11/99 EMPL. CHEQUE NO.

WA16 8TS

ACCOUNT NO. 2351181966

NAME DR JC TOPHAM
FNAME JOHN CALTON
ADDRESS APRIL COTTAGE
2 FOXWOOD DRIVE OVER PEOVER
KNUTSFORD CHESHIRE

PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 19/09/96 SHARE PRICE 13.570000 EXERCISABLE SHARES 158
OPEN DATE 01/12/96 CALCULATION CODE 06 EXERCISED SHARES 158
TERM 5 SUB AMOUNT 100.00 CURRENT BALANCE 2100.00
EMPLOYEE NO. 11535091 CAPITAL PRICE 52.00
COMPANY STATUS 50 CALC. FACTOR 2144.06
COMP. STAT. DATE 14/02/98 LETTER TYPE CB005 SHARES BALANCE 7.94
LOCATION LAPSE EMPLOYEE BALANCE
MATURITY DATE 01/12/01 EMPL. CHEQUE NO.

WA16 8TS

GRAND TOTALS : NUMBER OF ACCOUNTS = 2
CURRENT BALANCE + INTEREST = 9454.00
AMOUNT TO BE PAID FOR SHARES = 9442.78
AMOUNT TO BE PAID TO EMPLOYEES = 11.22
TOTAL SHARES EXERCISED = 1126

*** END OF REPORT ***