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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
marginTo the Registrar of Companies (address overleaf)
(see note 1)Please complete
legibly, preferably
in black type, or
bold block lettering

Company number

2723534

1. Name of company

* insert full name
of company

* ZENECA GROUP PLC

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc.

Description of shares †	ORDINARY	ORDINARY	
A Number allotted	130	6,000	
B Nominal value of each	£ 25p	£ 25p	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 17-59	£ 6-30	£

Date(s) on which the shares were allotted

(a) [on 13TH 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)

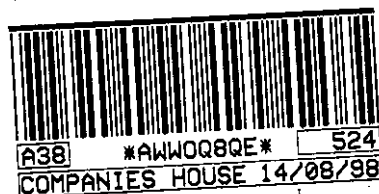
D Extent to which each share is to be treated as paid up. Please use percentage.			
E Consideration for which the shares were allotted			

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.

Presenter'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

11

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

Date 13/8/98

Companies registered in Scotland
should deliver this form to:-

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

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1. Name of company

* insert full name
of company

* ZENECA GROUP PLC

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc.

Description of shares †	ORDINARY	ORDINARY	ORDINARY
A Number allotted	290	111	170
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 13TH 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

§ complete
(a) or (b) as
appropriate3. If the allotment is wholly or partly other than for cash the following information must be given
(see notes 2 & 3)

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E Consideration for which the shares were allotted			

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3. Details of bonus issues should be included only in section 2.

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

For

Please do not
write in the
margin

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

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 13 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>
07-Aug-98	290	111	170	130	701
TOTAL	290	111	170	130	701

1441X/028/20/0001

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

PRODUCED ON 07/08/98 AT 13:06

BRANCH/AGENT 976/H217

CLOSING DATE 10/08/98

ACCOUNT NO. 2351717564

NAME MRS JE CLARKSON
FNAME JAIME ELLEN
ADDRESS BUTTERLANDS FARM
WINCLE
MACCLESFIELD CHESHIRE

PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 29/09/94 SHARE PRICE 7.540000 EXERCISABLE SHARES 129
OPEN DATE 01/11/94 CALCULATION CODE 06 EXERCISED SHARES 129
TERM SUB AMOUNT 20.00 CURRENT BALANCE 920.00
EMPLOYEE NO. 11735120 CAPITAL PRICE CLOSING INTEREST 53.60
COMPANY STATUS 05 CALC. FACTOR SHARES BALANCE 972.66
COMP. STAT. DATE 28/02/98 LETTER TYPE CB005 EMPLOYEE BALANCE 0.94
LOCATION LAPSE COMP.CHEQUE NO.
MATURITY DATE 01/11/99 EMPL. CHEQUE NO.

SK11 00L

ACCOUNT NO. 2351868666

NAME MR JA CLAXTON
FNAME JOHN ARTHUR
ADDRESS 5 LYNHURST AVENUE
HAZEL GROVE
STOCKPORT

PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 19/09/96 SHARE PRICE 13.570000 EXERCISABLE SHARES 57
OPEN DATE 01/12/96 CALCULATION CODE 06 EXERCISED SHARES 57
TERM SUB AMOUNT 40.00 CURRENT BALANCE 760.00
EMPLOYEE NO. 01178119 CAPITAL PRICE CLOSING INTEREST 18.80
COMPANY STATUS 30 CALC. FACTOR SHARES BALANCE 773.49
COMP. STAT. DATE 01/06/98 LETTER TYPE CB005 EMPLOYEE BALANCE 5.31
LOCATION LAPSE COMP.CHEQUE NO.
MATURITY DATE 01/12/01 EMPL. CHEQUE NO.

SK7 5HP

ACCOUNT NO. 2351868667

NAME MR JA CLAXTON
FNAME JOHN ARTHUR
ADDRESS 5 LYNHURST AVENUE
HAZEL GROVE
STOCKPORT

PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 25/09/97 SHARE PRICE 17.590000 EXERCISABLE SHARES 15
OPEN DATE 01/12/97 CALCULATION CODE 06 EXERCISED SHARES 15
TERM SUB AMOUNT 40.00 CURRENT BALANCE 280.00
EMPLOYEE NO. 01178119 CAPITAL PRICE CLOSING INTEREST 0.00
COMPANY STATUS 30 CALC. FACTOR SHARES BALANCE 263.85
COMP. STAT. DATE 01/06/98 LETTER TYPE CB005 EMPLOYEE BALANCE 16.15
LOCATION LAPSE COMP.CHEQUE NO.
MATURITY DATE 01/12/02 EMPL. CHEQUE NO.

SK7 5HP

ACCOUNT NO. 2349598864

NAME MR DB CUNNINGHAM
FNAME DAVID BARR
ADDRESS 61 BOYHOUSE ROAD
GRANGEMOUTH
STIRLINGSHIRE

PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 29/09/94 SHARE PRICE 7.540000 EXERCISABLE SHARES 161
OPEN DATE 01/11/94 CALCULATION CODE 06 EXERCISED SHARES 161
TERM SUB AMOUNT 25.00 CURRENT BALANCE 1150.00
EMPLOYEE NO. 03575470 CAPITAL PRICE CLOSING INTEREST 67.00
COMPANY STATUS 30 CALC. FACTOR SHARES BALANCE 1213.94
COMP. STAT. DATE 28/02/98 LETTER TYPE CB005 EMPLOYEE BALANCE 3.06
LOCATION LAPSE COMP.CHEQUE NO.
MATURITY DATE 01/11/99 EMPL. CHEQUE NO.

FK3 0HE

BRANCH/AGENT 976/H217 CLOSING DATE 10/08/98

ACCOUNT NO. 2349598865
NAME MR DB CUNNINGHAM
FNAME DAVID BARR
ADDRESS 61 BOYHOUSE ROAD
GRANGEMOUTH
STIRLINGSHIRE
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 20/09/95 SHARE PRICE 10.230000 EXERCISABLE SHARES 83
OPEN DATE 01/12/95 CALCULATION CODE 06 EXERCISED SHARES 83
TERM SUB AMOUNT 25.00 CURRENT BALANCE 825.00
EMPLOYEE NO. 03575470 CAPITAL. PRICE CLOSING INTEREST 33.75
COMPANY STATUS 30 CALC. FACTOR SHARES BALANCE 849.09
COMP. STAT. DATE 28/02/98 LETTER TYPE CB005 EMPLOYEE BALANCE 9.66
LOCATION LAPSE
Maturity DATE 01/12/00 EMPL. CHEQUE NO.

FK3 OHE

ACCOUNT NO. 2349598867
NAME MR DB CUNNINGHAM
FNAME DAVID BARR
ADDRESS 61 BOYHOUSE ROAD
GRANGEMOUTH
STIRLINGSHIRE
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 25/09/97 SHARE PRICE 17.590000 EXERCISABLE SHARES 25
OPEN DATE 01/12/97 CALCULATION CODE 06 EXERCISED SHARES 25
TERM SUB AMOUNT 50.00 CURRENT BALANCE 450.00
EMPLOYEE NO. 03575470 CAPITAL. PRICE CLOSING INTEREST 0.00
COMPANY STATUS 30 CALC. FACTOR SHARES BALANCE 439.75
COMP. STAT. DATE 28/02/98 LETTER TYPE CB005 EMPLOYEE BALANCE 10.25
LOCATION LAPSE
Maturity DATE 01/12/00 EMPL. CHEQUE NO.

FK3 OHE

ACCOUNT NO. 2627634965
NAME MRS MT MORAN
FNAME MARIE TERESA
ADDRESS 67 LANGHOLM CRESCENT
DARLINGTON
COUNTY DURHAM
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 20/09/95 SHARE PRICE 10.230000 EXERCISABLE SHARES 28
OPEN DATE 01/12/95 CALCULATION CODE 06 EXERCISED SHARES 28
TERM SUB AMOUNT 10.00 CURRENT BALANCE 280.00
EMPLOYEE NO. 12289078 CAPITAL. PRICE CLOSING INTEREST 10.30
COMPANY STATUS 30 CALC. FACTOR SHARES BALANCE 286.44
COMP. STAT. DATE 31/03/98 LETTER TYPE CB005 EMPLOYEE BALANCE 3.86
LOCATION LAPSE
Maturity DATE 01/03/01 EMPL. CHEQUE NO.

DL3 7SX

ACCOUNT NO. 2627634967
NAME MRS MT MORAN
FNAME MARIE TERESA
ADDRESS 67 LANGHOLM CRESCENT
DARLINGTON
COUNTY DURHAM
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 25/09/97 SHARE PRICE 17.590000 EXERCISABLE SHARES 68
OPEN DATE 01/12/97 CALCULATION CODE 06 EXERCISED SHARES 68
TERM SUB AMOUNT 240.00 CURRENT BALANCE 1200.00
EMPLOYEE NO. JBIR 30 CAPITAL. PRICE CLOSING INTEREST 0.00
COMPANY STATUS 30 CALC. FACTOR SHARES BALANCE 1196.12
COMP. STAT. DATE 31/03/98 LETTER TYPE CB005 EMPLOYEE BALANCE 3.88
LOCATION LAPSE
Maturity DATE 01/12/00 EMPL. CHEQUE NO.

DL3 7SX

1441X/028/20/0003

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

PRODUCED ON 07/08/98 AT 13:06

BRANCH/AGENT 976/H217 CLOSING DATE 10/08/98

ACCOUNT NO. 2935381667
NAME MRS PM TODD
FNAME PATRICIA MARY
ADDRESS THE CHESTNUTS
CROWN LANE LOWER PEOVER
KNUTSFORD CHESHIRE
WA16 9QB
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 19/09/96 SHARE PRICE 13.570000 EXERCISABLE SHARES 113
OPEN DATE 01/12/96 CALCULATION CODE 06 EXERCISED SHARES 113
TERM 5 SUB AMOUNT 75.00 CURRENT BALANCE 1500.00
EMPLOYEE NO. 01198666 CAPITAL PRICE 39.00
COMPANY STATUS 50 CALC. FACTOR 1533.41
COMP. STAT. DATE 01/07/98 LETTER TYPE CB005 SHARES BALANCE 5.59
LOCATION LAPSE
MATURITY DATE 01/12/01 EMPL. CHEQUE NO.

ACCOUNT NO. 2935381667
NAME MRS PM TODD
FNAME PATRICIA MARY
ADDRESS THE CHESTNUTS
CROWN LANE LOWER PEOVER
KNUTSFORD CHESHIRE
WA16 9QB
PAYMENT TYPE 01 ONE CHEQUE TO COMPANY/BALANCE CHEQUES TO EMPLOYEES
GRANT DATE 25/09/97 SHARE PRICE 17.590000 EXERCISABLE SHARES 22
OPEN DATE 01/12/97 CALCULATION CODE 06 EXERCISED SHARES 22
TERM 5 SUB AMOUNT 50.00 CURRENT BALANCE 400.00
EMPLOYEE NO. 01198666 CAPITAL PRICE 0.00
COMPANY STATUS 50 CALC. FACTOR 386.98
COMP. STAT. DATE 01/07/98 LETTER TYPE CB005 SHARES BALANCE 13.02
LOCATION LAPSE
MATURITY DATE 01/12/02 EMPL. CHEQUE NO.

GRAND TOTALS :
NUMBER OF ACCOUNTS = 10
CURRENT BALANCE + INTEREST = 7987.45
AMOUNT TO BE PAID FOR SHARES = 7915.73
AMOUNT TO BE PAID TO EMPLOYEES = 71.72
TOTAL SHARES EXERCISED = 701

*** END OF REPORT ***