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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)

Please do not
write in this
margin

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

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

(REVISED 1988)

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

Company Number

2798607

1. Name of company

*insert full name
of company

* NHP Plc

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc.

Descriptions of sharest	Ordinary		
A Number allotted	2,799,103		
B Nominal value of each	£ 0.1p	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£	£	£

§ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 25th August 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

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.

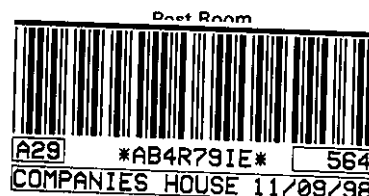
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required 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):

Connaught St. Michaels Limited
P.O. Box 30, Victoria Street
Luton, Bedfordshire LU1 2PZ

For official Use



Please do not
write in the
margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
MEDITRUST 197 FIRST AVENUE NEEDHAM HEIGHTS MA 02194 USA	1,399,104		
MEDITRUST OF THE UK INC 197 FIRST AVENUE NEEDHAM HEIGHTS MA 02194 USA	1,399,999		
Total	2,799,103		

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

Signed Daniel R. [Signature] Designation DIRECTOR Date 10/9/98

**Companies registered in Scotland
should deliver this form to:-**

**The Registrar of Companies
Companies Registration Office
102 George Street
Edinburgh
EH2 3DJ**