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

Return of allotments of shares

Pursuant to section 88(2)of the Companies Act 1985

(REVISED 1988) This form replaces forms PUC2, PUC3, and 88(2)

To	the	Registrar	of	Com	panies
			•	~~	~~

Company number

2848490	
2040450	

Name of company

THE DENCARE MANAGEMENT GROUP PLC

This section must be completed for all allotments

Descriptions of shares	"A" Ord	
A Number allotted	50000	
B Nominal value of each	f1.00	
C Total amount (if any) paid or due and payable on each share (including Premium if any)	f1.00	

Date on which the shares were allotted

- (a) on 23/05/95
- (b) from

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

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(2) (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):

W.H. Payne & Co, Sandringham House, 199 Southwark Bridge Road, London SEI OHA 0171-407-7752 JPAA

Jordans

PC SECRETARY SOFTWARE

For official use D.E.B.

Post room



COMPANIES HOUSE 31/08/95

RETURN OF ALLOTMENTS OF SHARES (Cont.)

Company number 2848490

4. Names and addresses of the allottees

Names and addresses	Number of shares allotted		
	"A" Ord		
Tarquin Paul Desoutter	30000		
Marley House,			
Marley Lane,			
Battle, East Sussex			
TN33 ORB			
John Mervyn Farquahar Dibben	20000		
Morley Farm,			
Eastcourt			
Malmewsbury, Wiltshire			
SN16 9HN			
	Total 50000		

Where the space given on this form is sheets should be used and the number be indicated in the box opposite:	inadequate, continuation of sheets attached should	
Signed	Designation Director	Date 26th May 1995

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

The Registrar of Companies Companies House Crown Way Maindy Cardiff CF4 3UZ Companies registered in Scotland should deliver this form to:-

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

Page 2