

**G****Return of allotments of shares****88(2)****CHFP055** 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 letteringTo the Registrar of Companies (address overleaf)  
(see note 1)(REVISED 1988)  
This form replaces forms  
PUC2, PUC3 and 88(2)

Company Number

**2904614**\* insert full name  
of company**1. Name of company**\* **RAILTRACK GROUP PLC**† distinguish  
between  
ordinary  
preference, etc**2. This section must be completed for all allotments**

Description of shares †	Ordinary Shares of 25p each		
A Number allotted	41		
B Nominal value of each	£0.25	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£10.41	£	£

§ complete  
(a) or (b) as  
appropriate

Date(s) on which the shares were allotted

(a) [on **27 April 2000** ] §, or

(b) [from to ] §

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):
**Lindsay Crawford**  
**Snr. Secretarial Assistant**  
**Railtrack PLC**  
**Railtrack House**  
**Euston Square**  
**London NW1 2EE**

For official use



4. Names and addresses of the allottees

Please do not write in this margin.

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
See Attached Listing			
	41		
Total	41	0	0

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

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:

0

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

Signed [Signature] Designation § SECRETARY Date 5/5/00

Companies registered in England and Wales or Wales should deliver this form to:-  
The Registrar of Companies  
Companies House  
Crown Way  
Cardiff CF14 3UZ

Companies registered in Scotland should deliver this form to:-  
The Registrar of Companies  
Companies House  
37 Castle Terrace  
Edinburgh EH1 2EB

# Maturity / Early Leaver Closure Schedule

25/04/2000

for Railtrack Plc  
Shares to Individual

Mr Wenceslaus Fernandes

Location:

23 Crothall Close

Palmer Green

LONDON

NI3 4BN

Payroll Num

36162

Roll Number

C/06768608-08

Option Price

10.410000

Granted

93

Purchased

41

Lapsed

52

Balance

434.50

Cash

426.81

Residual

7.69

Dest

INV

Director=D  
Insider=I

Folio  
Number

NI:YWI29378C

Total Number of Shares Purchased

41

Total Cash Value of Shares

426.81

Total Residue to Charity

0.00

Total amount paid by Cheque to the Client

426.81

Total amount paid by Chaps to the Client

0.00

Total Number of Shares Granted

93

Total Number of Shares Lapsed

52

End of Report

Checked

25/4/00