

**G**

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

**3003291**

## 1. Name of company

\* insert full name  
of company\* **HIGHCARE GROUP PLC**

## 2. This section must be completed for all allotments

† distinguish  
between  
ordinary  
preference, etc.

Description of shares †	<b>ORDINARY</b>		
A Number allotted	<b>150,000</b>		
B Nominal value of each	<b>£ 0.10</b>	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	<b>£ 2.00</b>	£	£

§ complete  
(a) or (b) as  
appropriate

Date(s) on which the shares were allotted

(a) [on **1 April** 19 **97**] §, 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.	<b>100%</b>		
E Consideration for which the shares were allotted	<b>Shares allotted as part payment of consideration payable by Highcare Group PLC for the acquisition of Highfield Nursing Home, pursuant to an Agreement dated 11 Feb 1997.</b>		

**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.

**LAYTONS****SOLICITORS****CARMELITE****50 VICTORIA EMBANKMENT****BLACKFRIARS****LONDON EC4Y 2LS****TEL: 071-842 8000**

Page 1

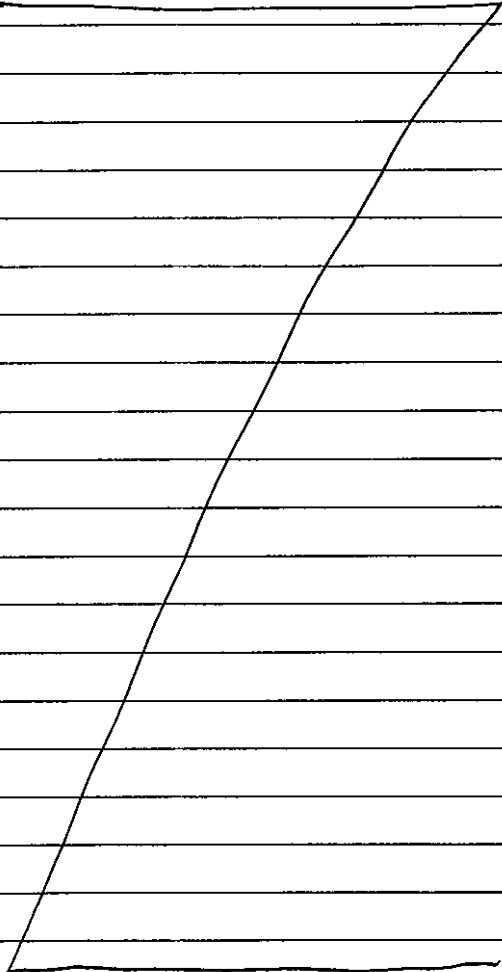
**24. JEN**

For official use



Please do not  
write in the  
margin

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

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
PHILP JAMES PAINE SUNNYSIDE SEASALTER BEACH SEASALTER WHITSTABLE KENT CT5 HEN	150,000		
			
Total	150,000		

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:

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

Signed BSGiddis Designation DIRECTOR Date 1/04/97

**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  
Maindy  
Cardiff  
CF4 3UZ**

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