

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)

Company Number

3043860

1. Name of company

* Hanover International PLC

2. This section must be completed for all allotments

Descriptions of shares†	Ordinary		
A Number allotted	14,636,703		
B Nominal value of each	£ 0.25	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 1.24	£	£

Date(s) on which the shares were allotted

(a) [on 28th August 1996]\$, 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)).

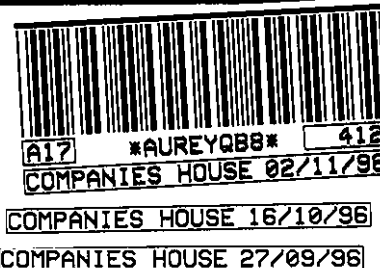
3. Details of bonus issues should be included only in section 2.

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

Norton Rose
Kempson House, PO Box 570
Camomile Street
London EC3A 7AN

Ref: PJM/Z128049
Tel: 0171 444 3898

For official Use



Please do not
write in the
margin

Please complete legibly, preferably in black type, or 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:

Signed [Signature] Designation Director Date 16/09/96

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

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

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

FORM ML8/1

A

BULK LIST OF ALLOTMENT OF SHARES

A bulk list (over 10 pages) of allotments for the company named below has been lodged but does not appear on microfiche.

If you wish to search the list, please enquire at the Search Control Counter.

Company Number 3043860

Company Name HANOVER INTERNATIONAL PLC

Date of Allotments 28-8-96