

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

Return of allotments of shares

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

lease do not ⊌rite in this

To the Registrar of Companies (address overleaf)

(REVISED 1988)

nargin	see note 1)			PUC2, PUC3 and 88(2)			
lease complete egibly, preferably n black type, or old block lettering				ny number 7122			
	1. Name of company						
insert full name of company	* TGE Group Limited						
•	2. This section must be completed for all	allotments					
distinguish between ordinary preference, etc. S complete (a) or (b) as appropriate	Description of shares †		Preference Shares				
	A Number allotted		7,170,000				
	B Nominal value of each		£ 1.00	£	£		
	C Total amount (if any) paid or due and each share (including premium if any	d payable on /)	£ 1.00	£	£		
	(a) *\(\) 19						
	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.						
	Presentor's name address, telephone number and reference (if any): Lovell White Durrant	For official use	P	ost room	-		

COMPANIES HOUSE 17/01/96

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65 Holborn Viaduct London EC1A 2DY

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4. Names and addresses of the allottees

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	
SUK BOF III Nominees Limited			·	
Arnold House				
St Julians Avenue				
St Peter Port				
Guernsey				
as trustee for each of the following:				
Schroder Buy-Out Fund III Trust I		3,899,238		
Schroder Buy-Out Fund III Trust II		762,582		
Schroder Buy-Out Fund III LP1		2,475,566		
Schroder Buy-Out Fund III				
Co-investment Scheme		32,614		
	_			
			<u></u>	
Total		7,170,000)	

Where the space given on this form is inadequa sheets should be used and the number of sheet be indicated in the box opposite:	s attached should		‡ Insert Director, Secretary, Administrator,
SignedDesignation‡	64W Director	Date 16 1 96	Administrative Receiver or Receiver (Scotland) as appropriate
Companies registered in England and Wales or Wales should deliver this form to:-	Companies should deliv	registered in Scotland er this form to:-	

The Registrar of Companies Companies House Crown Way Cardiff CF4 3UZ

The Registrar of Companies Companies House 100-102 George Street Edinburgh EH2 3DJ