

PLEASE COMPLETE IN
TYPESCRIPT OR IN
BOLD BLACK CAPITALS

88(2)

Return of Allotment of Shares

CHFPO83

Company Number

3108179

Company name in full

MORSE plc

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box.)

From

To

Day	Month	Year
24	Sep	2004

Day	Month	Year

Class of shares
(ordinary or preference etc)

Ordinary

Number allotted

1058877

Nominal value of each share

10p

Amount (if any) paid or due on each
share (including any share premium)

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

100 %

Consideration for which
the shares were allotted

For every one Diagonal ordinary share basic Offer 30.25pence
in Cash and 0.1911 New Morse Shares

(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing.)

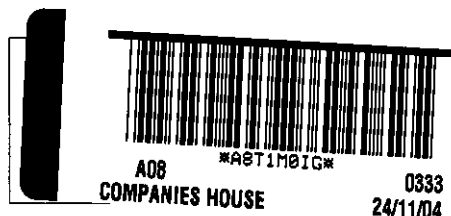
When you have completed and signed the form send it to
the Registrar of Companies at:

Companies House, Crown Way, Cardiff CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX235
Edinburgh



Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details	Shares and share class allotted	
Name see attached lists _____	Class of shares allotted	Number allotted
Address _____ _____ _____	Ordinary	1058877
UK Postcode L L L L L L L	_____	_____
Name _____	Class of shares allotted	Number allotted
Address _____ _____ _____	_____	_____
UK Postcode L L L L L L L	_____	_____
Name _____	Class of shares allotted	Number allotted
Address _____ _____ _____	_____	_____
UK Postcode L L L L L L L	_____	_____
Name _____	Class of shares allotted	Number allotted
Address _____ _____ _____	_____	_____
UK Postcode L L L L L L L	_____	_____
Name _____	Class of shares allotted	Number allotted
Address _____ _____ _____	_____	_____
UK Postcode L L L L L L L	_____	_____

Please enter the number of continuation sheet(s) (if any) attached to this form :

Signed

[Signature]

Date

21 / 9 / 04

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Ref : G Thomas

Tel 01903 702233

RETURN OF ALLOTMENT
=====

DATE : 24 SEP 2004

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COMPANY : DIAGONAL PLC

ISSUED SECURITY : 01 ORDINARY SHARES OF 10P EACH

CAPITAL TASK CODE : 9104-01 MORSE OFFER FOR DIAGONAL

BLOCK CLOSE : 16 SEP 2004 BLOCK NO : 00004
ALLOTMENT DATE : 24 SEP 2004

ACCOUNT HOLDER'S NAME & ADDRESS DETAILS
NUMBER

ENTITLEMENT

CREST HOLDERS
=====

C0002881 BARCLAYSHARE NOMINEES LIMITED 54 LOMBARD STREET, LONDON EC3P 3AH	16371
C630603A BBHISL NOMINEES LIMITED 120077 A/C CLYDESDALE BANK PLC, PO BOX 626, 150 BUCHANAN STREET, GLASGOW G1 2DY	955
C0043968 BEAR STEARNS INTERNATIONAL TRADING LIMITED BSITGBKA A/C 1 CANADA SQUARE, LONDON E14 5AD	1065
C1944977 DEUTSCHE BANK AKTIENGESELLSCHAFT LONDON PROPO001 A/C WINCHESTER HOUSE, 1 GREAT WINCHESTER STREET, LONDON EC2N 2EQ	191100
C0018911 GOLDMAN SACHS INTERNATIONAL CREPTMP A/C PETERBOROUGH COURT, 133 FLEET STREET, LONDON EC4A 2BB	454581
C4306410 GRANVILLE DAVIES NOMINEES LIMITED GPPRINC A/C MINT HOUSE, 77 MANSELL STREET, LONDON E1 8AF	9948
C5882132 JAMES CAPEL /NOMINEES/ LIMITED HSBCSS A/C HSBC BANK PLC, 8 CANADA SQUARE, LONDON E14 5HQ	6401
C0035543 KBC PEEL HUNT LIMITED PMPRINC A/C 111 OLD BROAD STREET, LONDON EC2N 1PH	18125
C1092732 LLOYDS BANK /PEP NOMINEES/ LIMITED CAPITAL HOUSE, 1/5 PERRYMOUNT ROAD, HAYWARDS HEATH, WEST SUSSEX RH16 3SP	428
C4961228 R C GREIG NOMINEES LIMITED BL1 A/C 155 ST VINCENT STREET, GLASGOW G2 5NN	68
C4006025 SELF TRADE UK NOMINEES LIMITED POOLED A/C NEW PRIESTGATE HOUSE, 57 PRIESTGATE, PETERBOROUGH PE1 1JX	191
C2873830 SP ANGEL /NOMINEES/ LIMITED ISAG A/C ELIBA HOUSE, 14 BEVIS MARKS, LONDON EC3A 7AP	468
C0024607 STATE STREET NOMINEES LIMITED SH73 A/C 525 FERRY ROAD, EDINBURGH, SCOTLAND EH5 2AW	7857
C5563635 STATE STREET NOMINEES LIMITED HKMF A/C 525 FERRY ROAD, EDINBURGH, SCOTLAND EH5 2AW	3095
C0264873 TD WATERHOUSE NOMINEES /EUROPE/ LIMITED SMKTGPEP A/C 201 DEANS GATE, MANCHESTER M3 3TD	382
C1985222 TD WATERHOUSE NOMINEES /EUROPE/ LIMITED SMKTNOMS A/C 201 DEANS GATE, MANCHESTER M3 3TD	191
NUMBER OF CREST ALLOTMENTS : 16	711226

NON-CREST HOLDERS
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00027212	BURNSIDE CHERYL /MRS. TUDOR LODGE, CLANDON ROAD, WEST CLANDON, GUILDFORD	GU4 7JU	336424
00027189	HORROBIN ROBERT GEORGE STANBURY /MR. HORROBIN MOYRA JEAN /MRS. CRANTOCK, BURTON STREET, BRIKHAM, DEVON	TQ5 9JA	382
00027207	LIDICOAT SUSANNAH JENNIFER ANN /MRS. DUNVEGAN HOUSE, TOWNSEND ROAD, STREATLEY, READING, BERKSHIRE	RG8 9LH	143
00023518	LLOYDS TSB REGISTRARS NOMINEES LIMITED F910401 A/C INTERNAL AUDIT, LLOYDS BANK REGISTRARS, GORING-BY-SEA, WORTHING, WEST SUSSEX	BN99 6DA	11
00027254	MITCHELL ALEXANDER HUNTER /MR. HILLEND OF BURNSIDE, FORFAR, ANGUS	DD8 2NP	138

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ACCOUNT HOLDER'S NAME & ADDRESS DETAILS

ENTITLEMENT

00027249 O'CONNOR ELAINE MARY /MRS.
23 VELMEAD ROAD, FLEET, HANTS GU52 7LJ

4863

00027194 PATEL MAHENDRA /MR.
PATEL INDIRA /MRS.
65 STRAIGHT BIT, FLACKWELL, HEATH, BUCKS HP10 9NE

152

00027233 ROBERTS ANGELA /MRS.
7 HESKETH ROAD, OLD COLWYN, COLWYN BAY, CLWYD LL29 8AT

2066

00027228 ROBERTS MARK STEPHEN /MR.
7 HESKETH ROAD, OLD COLWYN, COLWYN BAY LL29 8AT

3383

00027173 WILLIAMS ROBERT /MR.
WILLIAMS CHRISTINE /MRS.
9 THE OVAL, BEAL, NORTH YORKSHIRE DN14 0TA

89

NUMBER OF NON-CREST ALLOTMENTS : 10
TOTAL ALLOTMENTS : 26

347651
1058877

*****END OF REPORT*****