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



Please do not write in this margin

Return of allotments of shares

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



To the Registrar of Companies (address overleaf) (see note 1)

This section must be completed for all allotments

(**REVISED 1988**) This form replaces forms PUC2, PUC3 and 88(2)

Company number

3290130

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

*insert full name of company

† distinguish between ordinary

preference, etc

§ complete (a) or (b) as appropriate

1. Name of company

*NORWICH UNION PLC	 <u> </u>			
	 -		 	

Ordinary Ordinary Description of shares † Ordinary 904 A Number allotted 3307 150 B Nominal value of each 10p 10p 10p Total amount (if any) paid or due and payable on 260p each share (including premium if any) 361p 377p

Date(s) on which the shares were allotted

(a) [on 15 May 2000] §, 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

If the allotment is wholly or partly other than for cash the following information must be given (see notes 2 & 3)

Extent to which each share is to be treated as paid up. Please use percentage.

E Consideration for which the shares were allotted

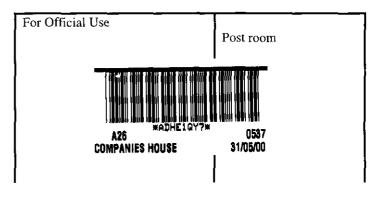
NOTES

- This form should be delivered to the Registrar of Companies within one month of the (first) date of
- If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a 2. 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)).
- Details of bonus issues should be included only in section 2.

Presentor's name, address, telephone number and reference (if any): Lloyds TSB Registrars 54 Pershore Road South Kings Norton Birmingham

0121 433 8182 KE/PKS

B22 1AH



4. Names and addresses of the allottees

Names and Addresses	Num	Number of shares allotted		
	Ordi	nary	Preference	Other
Please see attached Schedule	4361	<u> </u>		
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	Total 4361			

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Please complete legibly

Please complete legibly, preferably M 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:

1

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

Signed Designation & GROVE SECRETARY Date 26.5.00

or Wales should deliver this form to:-

Companies registered in England and Wales

The Registrar of Companies Companies House Crown Way Maindy

Cardiff CF4 3UZ Companies registered in Scotland should deliver this form to:-

The Registrar of Companies Companies House 37 Castle Terrace Edinburgh EH1 2EB

NORWICH UNION PLC

DATE OF APPROPRIATION: 15 MAY 2000

NAME & ADDRESS	NUMBER OF SHARES
Mrs Karen Anne Gillard 17 Beacon Way Littlehampton West Sussex BN17 6QS	60
Miss Caroline Ann Jeffries 1 Fiona Close Wymondham Norfolk NR18 0HB	2205
Mrs Deborah Jane Pocock 31 Cherry Orchard Lichfield Staffordshire WS14 9AN	692
Mr Leonard Anthony Wingate 31 Old Worthing Road East Preston Nr Littlehampton West Sussex BN16 1DJ	83
Mr John Walley "Eastway" 34 Nantwich Road Audley Stoke-on-Trent Staffordshire ST7 8DJ	1321

TOTAL

<u>4361</u>