

G**Return of allotments of shares****88(2)**Please do not
write in this
margin

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

(REVISED 1988)**This form replaces forms
PUC2, PUC3 and 88(2)**Please complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies (Address on page 2)
(see note 1)

Company number

3295929

1. Name of company* Full name of
company

* THORN LIGHTING OVERSEAS LIMITED

2. This section must be completed for all allotments† Distinguish
between
ordinary,
preference, etc.

Description of shares†	ORD		
A Number allotted	17,000,000	0	0
B Nominal value of each	£1		
C Total amount (if any) paid or due and payable on each share (including premium if any)	£1		

Date(s) on which the shares were allotted

(a) [on 3rd March 19 97] \$, or

(b) [from 19 to 19] \$

\$ Complete
(a) or (b) as
appropriate

The names and addresses of the allottees and the number of shares allotted to each should be given on page two.

**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.	100%		
E Consideration for which the shares were allotted: THE ACQUISITION BY THE COMPANY OF THE BENEFICIAL INTEREST IN VARIOUS SHAREHOLDINGS PURSUANT TO AN AGREEMENT WITH TLG plc DATED 3 MARCH 1997.			

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):

ERNST & YOUNG
ROLLS HOUSE, 7 ROLLS BUILDINGS
FETTER LANE
LONDON
EC4A 1NH
0171 928 2000
ES/CFC

For official use



4. Names and addresses of the allottees

Please do not write
in the margin.

Names and Addresses	Number of shares allotted		
	ORD		
TLG plc ELSTREE WAY BOREHAMWOOD HERTFORDSHIRE WD6 1HZ	17,000,000		
Total	17,000,000	0	0

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:

①

Signed N.E. Blythe-Tinker Designation SECRETARY Date 3/3/1997

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

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
100-102 George Street
Edinburgh
EH2 3DJ