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88(2)

Return of allotments of shares

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

(REVISED 1988)**This form replaces forms
PUC2, PUC3 and 88(2)**Please do not
write in this
marginTo the Registrar of Companies (**address overleaf**)
(see note 1)Please complete
legibly, preferably
in black type, or
bold block lettering

Company number

3454611

1. Name of company

* Insert full name
of company

* FEDERAL-MOGL GLOBAL GROWTH LIMITED

2. This section must be completed for all allotments

† Distinguish
between
ordinary,
preference, etc.

Description of shares†	CLASS B CUMULATIVE REDEEMABLE PREFERENCE		
A Number allotted	17,889,382		
B Nominal value of each	£ 1.00	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£13,901,550	£	£

§ Complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 10 DECEMBER 1999]§, 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)

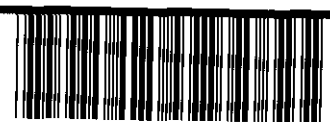
D Extent to which each share is to be treated as paid up. Please use percentage.			
E Consideration for which the shares were allotted			

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):MISS H JOHNSON
T&N LIMITED
MANCHESTER INTERNATIONAL OFFICE
CENTRE
STYAL ROAD, MANCHESTER M22 5TN

For official use

A43
COMPANIES HOUSE

ASQ3BMF7

0227
20/12/99

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
FEDERAL-MOGUL GLOBAL INC		17,889,382	
26555 NORTHWESTERN HIGHWAY			
SOUTHFIELD			
MICHIGAN 48034			
USA			
Total		17,889,382	

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

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

Signed G. R. Bawa Designation: Chief Secy Date 17/12/40

Companies registered in Scotland
should deliver this form to:-

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