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

Return of allotments of shares

88(2)

Please do not write in this

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

(REVISED 1988)

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

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

Company number

3670280

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

*Insert full name

of company

+ Distinguish

between ordinary, preference, etc. Name of company

- ScotAirlines Limited
- 2. This section must be completed for all allotments

Description of shares + Ordinary A Number allotted 98 B Nominal value of each £ 1 £ C Total amount (if any) paid or due and payable £ £ 98 E on each share (including premium if any)

§ Complete appropriate Date(s) on which the shares were allotted

19 February (a) [on

(b) Ifrom

19 9 % 19

] §, or

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)

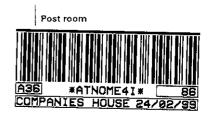
D Extent to which each share is to be treated as paid 100% up. Please use percentage. E Consideration for which the Cash shares were allotted

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 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 anv): Gouldens 22 Tudor Street London EC4Y 0JJ DX 67 LONDON

For official use



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4. Names and addresses of the allottees

Please do not write in the

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

Names and Addresses	Numb	Number of shares allotted		
	Ordinary	Preference	Other	
John Watson Newman Longridge South Road, St George's Hill Weybridge Surrey KT13 1NA	51			
Amanda Jane Newman Longridge South Road, St George's Hill Weybridge Surrey KT13 1NA	15			
Sarah Elizabeth Newman Longridge South Road, St George's Hill Weybridge Surrey KT13 1NA	16			
Richard John Newman Longridge South Road, St George's Hill Weybridge Surrey KT13 1NA	16			
Total	98			

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:

*

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

Signed Mark John

Designation # SECRETARY

Date 23/2/99

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 102 George Street Edinburgh EH2 3DJ

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