

Return of Allotment of Shares

*Please complete in typescript,
or in bold black capitals.*

CHFP010

Company Number

3705992

Company Name in full

TRANSCO METERING SERVICES LIMITED

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	Day	Month	Year
08	07	2002			

Class of shares

(ordinary or preference etc)

ORDINARY		
1,373,397		
£1.00		
£1.00		

Number allotted

Nominal value of each share

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 %		
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Consideration for which the shares
were allotted

(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)

THIS ALLOTMENT IS TO BE SATISFIED BY THE
TRANSFER OF CERTAIN ASSETS TO THE COMPANY AS
DEFINED IN CLAUSE 2.1 OF THE AGREEMENT ATTACHED
HERETO.

**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

DX 235 Edinburgh



A13
COMPANIES HOUSE
0316
14/11/02

A16
COMPANIES HOUSE
0372
30/10/02

Names and addresses of the allottees

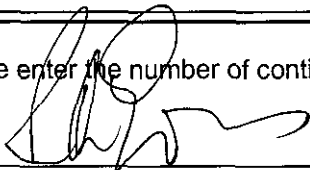
(List joint share allotments consecutively) Company No 3705992

Shareholder details		Shares and share class allotted	
Name TRANSCO PLC		Class of shares allotted £1.00 ORDINARY	Number allotted 1,373,397
Address 130 Jermyn Street, London			
UK postcode SW1Y 4UR			
Name		Class of shares allotted	Number allotted
Address			
UK postcode			
Name		Class of shares allotted	Number allotted
Address			
UK postcode			
Name		Class of shares allotted	Number allotted
Address			
UK postcode			
Name		Class of shares allotted	Number allotted
Address			
UK postcode			

Please enter the number of continuation sheets (if any) attached to this form

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Signed



Date

8 JULY 2002

~~And director / secretary / administrator / administrative receiver / receiver manager / receiver~~

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.

Richard Eves, Lattice Group, 130 Jermyn Street,
London, SW1Y 4UR

Tel

DX number

DX exchange