

88(2)

Please complete in typescript, or in bold black capitals.

## Return of Allotment of Shares

CHWP007

Company Number

4360804

Company name in full

XecutiveResearch Group Plc

## 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

Day Month Year

2 8 0 2 2 0 0 2

To

Day Month Year

Class of shares

(ordinary or preference etc)

Ordinary Shares

Number allotted

40,012,300

Nominal value of each share

1p

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

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)

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



A30 0436  
COMPANIES HOUSE 12/04/02

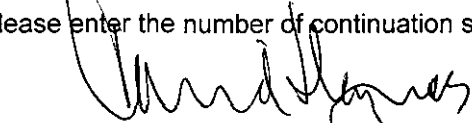
**Names and addresses of the allottees** (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
Name <b>James Vaughan Fowler</b>		Class of shares allotted	Number allotted
Address <b>Wheelstone House, Buckland Marsh, Faringdon, Oxon</b>		<b>Ordinary</b>	<b>9,627,150</b>
UK Postcode <b>S N 7 8 R D</b>			
Name <b>Deepwater Holdings Limited</b>		Class of shares allotted	Number allotted
Address <b>Centurian House, Beresford Street, St Helier, Jersey, Chanel Islands</b>		<b>Ordinary</b>	<b>6,062,500</b>
UK Postcode			
Name <b>Michael Bull</b>		Class of shares allotted	Number allotted
Address <b>Shepherd's Fold, Finwood Lane, Romington, Warwick, Warwickshire</b>		<b>Ordinary</b>	<b>6,062,500</b>
UK Postcode			
Name <b>David Heynes</b>		Class of shares allotted	Number allotted
Address <b>Newton House, Faringdon, Oxfordshire, SN7 8PY</b>		<b>Ordinary</b>	<b>6,062,400</b>
UK Postcode			
Name <b>John Paul Herbert</b>		Class of shares allotted	Number allotted
Address <b>31 Avenue Princess Grace, Monte Carlo</b>		<b>Ordinary</b>	<b>1,212,500</b>
UK Postcode			

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

1

Signed



Date

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

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.

**Stringer Saul**

**17 Hanover Square, London, W1S 1HU**

Tel **020 7917 8500**

DX number **82984**

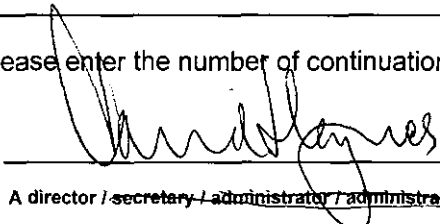
DX exchange **Mayfair**

**Names and addresses of the allottees (List joint share allotments consecutively)**

Shareholder details		Shares and share class allotted	
<b>Name</b> <b>Fleming Asset Management Nominees (pty) Limited</b>		Class of shares allotted	Number allotted
<b>Address</b> <b>PO Box 2111, Gaborone, Botswana</b>		<b>Ordinary</b>	<b>2,425,000</b>
UK Postcode <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>			
<b>Name</b> <b>The XecutiveResearch Employee Benefit Trustee Company Ltd</b>		Class of shares allotted	Number allotted
<b>Address</b> <b>17 Hanover Square, London, W1S 1HU</b>		<b>Ordinary</b>	<b>8,560,250</b>
UK Postcode <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>			
<b>Name</b> _____		Class of shares allotted	Number allotted
<b>Address</b> _____ _____		_____	_____
UK Postcode <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>		_____	_____
<b>Name</b> _____		Class of shares allotted	Number allotted
<b>Address</b> _____ _____		_____	_____
UK Postcode <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>		_____	_____
<b>Name</b> _____		Class of shares allotted	Number allotted
<b>Address</b> _____ _____		_____	_____
UK Postcode <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>		_____	_____

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

Signed



Date

28.2.2002

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

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.

**Stringer Saul**

**17 Hanover Square, London, W1S 1HU**

Tel **020 7917 8500**

DX number **82984**

DX exchange **Mayfair**