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Return of allotments of shares

88(2)

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

117120

1. Name of company

* SCOTTISH POWER plc

2. This section must be completed for all allotments

Description of shares †	ORDINARY	ORDINARY	
A Number allotted	5,868	5,067	
B Nominal value of each	£ 0.50	£ 0.50	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	136.07p	160.24p	£

Date(s) on which the shares were allotted

(a) [on 13 JULY 1998] §, 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

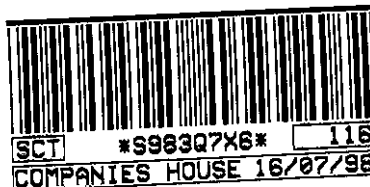
1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information 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):

ALAN M'CURRACH

For official use

Post room



4. Names and addresses of the allottees

Please do not
write in the
margin

[illegible]

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:

Alan W. Cullah

Signed _____ Designation: ASSISTANT SECRETARY

Date 13/7/98

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

Companies registered in England and Wales
or Wales should deliver this form to:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF4 3UZ

Companies registered in Scotland
should deliver this form to:-

The Registrar of Companies
Companies House
100-102 George Street
Edinburgh
EH2 3DJ

Southern Water Plc
Early Leavers

	Number of shares to be allotted	
	136.07p	160.24p
Mr Richard Barrington Wright 23 St Mary's Meadow Church Lane Yapton West Sussex BN18 0EE	1547	2717
Mr Oliver James Ozanne 47 The Shades Strood Rochester Kent ME2 2UB	3087	
Mr Ronald Stanley Boddy 15 Mersey Road Durrington Worthing West Sussex BN13 3NF	1234	1445
Mr Damien Ward 158 Dee Road Tilehurst Reading Berks RG30 4BN		905
	5,868	5,067
		<u><u>10,935</u></u>