



BLUEPRINT
Company Secretary

Please complete in typescript, or
in bold black capitals.

CHFP055

Company Number

237511

Company Name in full

ARCADIA GROUP PLC

88(2)

Return of Allotment of shares

Shares allotted (including bonus shares):

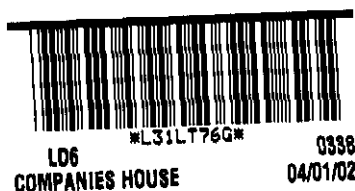
| Date or period during which shares were allotted (If shares were allotted on one date enter that date in the "from" box) | From | | | To | | | | | | | | | | | |
|---|-----------|-------|------|-----------|-------|------|---|---|---|---|---|---|---|---|---|
| | Day | Month | Year | Day | Month | Year | | | | | | | | | |
| | 2 | 0 | 1 | 2 | 0 | 0 | 1 | 2 | 8 | 1 | 2 | 2 | 0 | 0 | 1 |
| Class of shares (ordinary or preference etc) | ORDINARY | | | ORDINARY | | | | | | | | | | | |
| Number allotted | 945 | | | 42,711 | | | | | | | | | | | |
| Nominal value of each share | 80 PENCE | | | 80 PENCE | | | | | | | | | | | |
| Amount (if any) paid or due on each share (including any share premium) | 103 PENCE | | | 125 PENCE | | | | | | | | | | | |

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

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

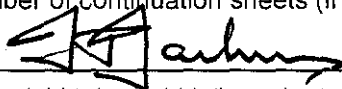
Names and addresses of the allottees (List joint share allotments consecutively)

| Shareholder details | | Shares and share class allotted | |
|--|--|---|----------------------------------|
| Name CAZENOVE NOMINEES LIMITED | | Class of shares allotted ORDINARY | Number allotted 6,248 |
| Address CREST A/C ESOS, 12 TOKENHOUSE YARD, LONDON | | | |
| UK Postcode E C 2 R 7 A N | | | |
| Name MR NORMAN BENTHAM | | Class of shares allotted ORDINARY | Number allotted 36,463 |
| Address 13 MONARCH PLACE, BUCKHURST HILL, ESSEX | | | |
| UK Postcode I G 9 L 5 D P | | | |
| Name MRS SUSAN SHONE | | Class of shares allotted ORDINARY | Number allotted 945 |
| Address 136 CEFN ROAD, WREXHAM, CLWYD | | | |
| UK Postcode L L 1 3 9 N R | | | |
| Name | | Class of shares allotted | Number allotted |
| Address | | | |
| UK Postcode L L L L L L L | | | |
| Name | | Class of shares allotted | Number allotted |
| Address | | | |
| UK Postcode L L L L L L L | | | |

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

0

Signed



Date

02/01/2001

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

Please delete as appropriate

Please give the name and address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Ian Jackman, Arcadia Group plc, Colegrave House, 70 Berners

Street, London W1T 3NL

Tel 020 7927 0030

DX number

DX exchange