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COMPANIES FORM No. 88(2) Return of allotments of shares

88(2)

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

Please do not
write in
this margin

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

(REVISED 1988)

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

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

Company number

980761

1. Name of company

* insert full name
of company

* FAIRFIELD ENTERPRISES PLC (the "Company")

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc.

Description of shares †	20p Ordinary		
A Number allotted	845,000		
B Nominal value of each	£ 00.20	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ see "E"	£	£

§ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 5 October 19 98] §, 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)

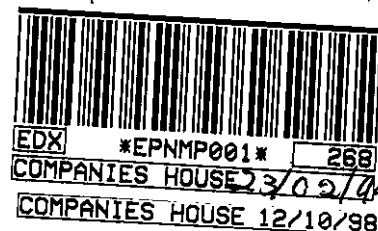
D Extent to which each share is to be treated as paid up. Please use percentage	100%		
E Consideration for which the shares were allotted The shares are allotted as part consideration for the entire issued share capital of the Palatine Engraving Company Limited.			

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.

Presentor's name address and
reference (if any):
Theodore Goddard
150 Aldersgate Street
London EC1A 4EJ
Ref: 591/10152.10

For official Use



Please do not
write in
this margin

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

Signed [Signature] Designation Secretary Date 5/10/98

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh
EH1 2EB