



Return of allotments of shares

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

88(2)

(REVISED 1988)

This form replaces forms
PUC2, PUC3 and 88(2)Please do not
write in this
marginPlease complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies (address overleaf)
(see Note 1)

Company number

1070953

1. Name of company

Insert full name
of company

VIRGIN RECORDS LIMITED

* Distinguish
between
ordinary,
preference etc

2. This section must be completed for all allotments

Description of shares *	ORDINARY		
A. Number allotted	400,000,000		
B. Nominal value of each	£1.00	£	£
C. Total amount (if any) paid or due and payable on each share (including premium if any)	£1.00	£	£

^ complete (a) or (b)
as appropriate

Date(s) on which the shares were allotted

(a) [on 22/03/1996] or ^

(b) [from to] ^

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. (Notes 2 & 3)

D. Extent to which each share is to be treated as paid up. Please use a 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.

Presentor's name, address,
telephone number and
reference (if any):

REF:356
 ROWE & MAW
 20 BLACK PRIARS LANE
 LONDON
 ENGLAND
 EC4V 6HD
 Tel: 0171 782 8838

For official use

Post room



A33 *A3WWUK6P* 285
 COMPANIES HOUSE 26/03/98

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

Number of shares allotted

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.

Signed [Signature] Designation* DIRECTOR Date 22.3.96

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