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COMPANIES FORM No. 88(2)

88(2)

(REVISED 1988)

CHFP010

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

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

Company Number

2670617

1. Name of company* insert full name
of company

* WPP Group (UK) Limited

2. This section must be completed for all allotments† distinguish
between
ordinary,
preference etc.

Description of shares †	Ordinary		
A. Number allotted	1		
B. Nominal value of each	£ 1.00	£	£
C. Total amount (if any) paid or due and payable on each share (including premium if any)	£ 2,383,979.00	£	£

§ complete (a) or
(b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 14/12/1999] §, 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 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
and reference (if any):

For official use

Post room



**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.

Signed X 11/10/00 Designation SECRETARY Date 10-3-2000

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh
EH1 2EB
DX: 235 Edinburgh