

COMPANIES FORM No. 88(2)

Return of allotments of shares

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

88(2)

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

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1. Name of company

Company number

3207774

 insert full name of company * LucasVarity Limited

2. This section must be completed for all allotments

† distinguish between ordinary preference, etc. Description of shares † ORD ORD ORD A Number allotted 113,464 2,794,798 319.486 B Nominal value of each 0.25 0.25 0.25 C Total amount (if any) paid or due and payable on £ 1-60 £ 1.544 モレンプ each share (including premium if any)

BULK US

§ complete (a) or (b) as appropriate

Date(s) on which the shares were allotted									
(a)	[on 6 July	18 2000] §, or						
	[from			_ 19	.]§				
The names and addresses of the allottees and the number of shares allotted to each should be									
gíven 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			
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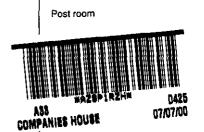
NOTES

- 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):

Cathy De Feo
Company Secretary
Lucas Industries Limited
Stratford Road
Solihull
B90 4LA

For official Use



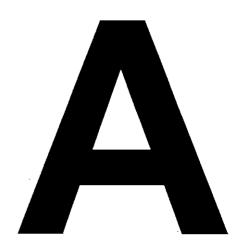
write in this margin Number of shares allotted Names and Addresses Preference Other Ordinary Please complete legibly, preferab in black type, or bold block letter. altached 3/72-LCC.2 Total 3,207,748 Where the space given on this form is inadequate, continuation ‡ Insert sheets should be used and the number of sheets attached should Director, be indicated in the box opposite: Secretary, Administrator. Administrative Receiver or Receiver (Scotland) as ____ Designation <u>Company Secretary Date</u> 617100 appropriate Companies registered in England and Wales Companies registered in Scotland or Wales should deliver this form to:should deliver this form to:-The Registrar of Companies The Registrar of Companies Companies House Companies House Crown Way 37 Castle Terrace Cardiff Edinburgh CF4 3UZ EH1 2EB Page 2

Please do not

4. Names and addresses of the allottees

FORM ML8/1

PRISTOUT



BULK LIST OF ALLOTMENT OF SHARES

A BULK LIST OF ALLOTMENTS FOR THIS COMPANY HAS BEEN LODGED BUT DOES NOT APPEAR ON THIS MICROFICHE.

IF YOU WISH TO SEARCH THE LIST, PLEASE ENQUIRE AT THE SEARCH CONTROL COUNTER.

COMPANY NUMBER 3201174