G

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	Ł
	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	16,788	29,538	19,967
B Nominal value of each	£ 0,25	£ 0.25	£ 0.25
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 1-544	£ 1.6	£1.712

§ complete (a) or (b) as appropriate

Date(s) on which the shares v	vere allotted			
(a) [on <u>23 Deens</u>	<u>೮</u> 19 <u>97</u>] §, or		
(b) [from	19	to	19]§
The names and addresses of given overleaf	the allottees a	nd the number of	shares allotted to each shoul	ld be

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		

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):

Miss S D Windridge
LucasVarity Limited
46 Park Street
London WlY 4DJ

Post room

Post room

ASDKFHPP 0433
A24
COMPANIES HOUSE 30/12/99

4. Names and addresses of the allottees Please do not write in this margin Number of shares allotted Names and Addresses Ordinary Preference Other Please complete legibly, preferabl in black type, or bold block letteri Schedule 66,293 F Total 66,293 Where the space given on this form is inadequate, continuation sheets should be used and the number of sheets attached should ‡ Insert Director, be indicated in the box opposite: Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as Designation Company Secretary Date 23/12/99 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 Companies House Crown Way Cardiff CF4 3UZ The Registrar of Companies Companies House 37 Castle Terrace Edinburgh EH1 2EB

Mr	Ϋ́	Ν̈́	3	Mrs	Mrs	Μr	M,	Mr	M _r	<u> </u>	: <u>इ</u>	<u> </u>	. ₹	<u>×</u>	≰	₫	₹	Mr	¥r	M	Mr	M	Mrs	Μr	Δr	¥	<u>K</u>	Μ̈́	<u> </u>	ş	Mrs	Μ̈́	ĸ	Mr	<u>M</u>	Mr	<u> </u>	<u>N</u>	ş	¥	M.	¥,	Ķ	Ϋ́	Mrs	Mrs	<u> </u>	TITLE
Thomas L	Martin Elliot	Martin Elliot	Alan	Kathleen Mary	Kathleen Mary	Andrew B	Philip E	Andrew David	Jared	Russell	Russell	Gordon Robert	Barrie	Stephen Carl	Stephen Carl	Stephen Carl	Stephen Carl	Anthony	Peter C	Peter C	Carl P	Derrick James	Maureen Ann	Christopher	Michael J	Philip L	Philip	Wilfred John Terry	Philip	Alan	Kathleen Mary	Andrew B	Robert E	Andrew David	Alexander F	Russell	Russell	Gordon Robert	George J	George J	George J	Mukund X	Robert W	Akhtar	Jacqueline	Patricia A	Stephen D	FORENAMES
Jones	Holdcroft	Holdcroft	Heath	Hambleton	Hambleton	Hall	Garrington	Edwards	Bridgwood	Beeston	Beeston	Barber	Windsor	Tideswell	Tideswell	Tideswell	Tideswell	Sheldon	Shakespeare	Shakespeare	Ritey	Reseigh	Patrick	Mitchell	Leonard	Knight		y Jones	Higson	Heath	Hambleton	Hali	Garvin	Edwards	Cornelius	Beeston	Beeston	Barber	Shaw	Shaw	Shaw	Raval	Nicholl	Mahmood	Latham	Dayman	Crisp	SURNAME
5 Pantycelyn	37 Clare Avenue	37 Clare Avenue	92 Brown Avenue Church Lawton	85 Lincoln Avenue	85 Lincoln Avenue	7 Granville Avenue	86 Burland Ave	12 Wood View	38 Longclough Road	85 Lincoln Avenue	85 Lincoln Avenue	75 Riverside Road Trent Vale	25 Cherry Tree Avenue	23 Clifton Street	23 Clifton Street	23 Clifton Street	23 Clifton Street	14 Tomfields Bignall End	The Old School	The Old School	17 Loring Road	14 Knightley Madeley	89 Southgate Road Great Barr	11 Elmcroft Gardens	19 Quarry Close	9 Fairfields	43 Hameldon Road	6 Fairfield Terrace Wainfelin	18 Park Street	92 Brown Avenue Church Lawton	85 Lincoln Avenue	7 Granville Avenue	20 Brookwood Close	12 Wood View	14 Norfolk Grove	85 Lincoln Avenue	85 Lincoln Avenue	75 Riverside Road Trent Vale	Pen Y Garn Farm	Pen Y Garn Farm	Pen Y Garn Farm	45 Winchester Road	12 Rowan Drive	28 Lomeshaye Road	99 High Street Silverdale	773 Stratford Road Shirley	52 Wensley Road	ADD1
Belgrave Park	NEWCASTIF	NEWCASTLE	STOKE ON TRENT	NEWCASTLE	NEWCASTLE	Newcastle	Tettenhall	Wood Lane Audley	Waterhayes	NEWCASTLE	NEWCASTLE	STOKE ON TRENT	Church Lawton	NEWCASTLE	NEWCASTLE	NEWCASTLE	NEWCASTLE	STOKE ON TRENT	Munderfield	Munderfield	Porthill	CREWE	BIRMINGHAM	Bushbury	Werrington	Bignall End	Loveclough	PONTYPOOL	ACCRINGTON	STOKE ON TRENT	NEWCASTLE	Newcastle	Westbury Park Clayton	Wood Lane Audley	Biddulph	NEWCASTLE	NEWCASTLE	STOKE ON TRENT	Abergorlech	Abergorlech	Abergorlech	Kenton	Handsacre	NELSON	NEWCASTLE	SOLIHULL	BIRMINGHAM	ADD2
Gorseinon	Staffe ST5 8E.	Staffs ST5 8EJ	\$T7 3EP	Staffs ST5 3BA	Staffs ST5 3BA	Staffordshire	WOLVERHAMPTON	STOKE ON TRENT	Newcastle	Staffs ST5 3BA	Staffs ST5 3BA	ST4 6LX	STOKE ON TRENT	Staffs ST5 0JL	Staffs ST5 0JL	Staffs ST5 0JL	Staffs ST5 0JL	ST7 8PJ	BROMYARD	BROMYARD	Newcastle under Lyme	CW3 9PB	B44 9AP	WOLVERHAMPTON	STOKE ON TRENT	STOKE ON TRENT	ROSSENDALE	Gwent NP4 6EB	Lancs BB5 6RS	ST7 3EP	Staffs ST5 3BA			STOKE ON TRENT	STOKE ON TRENT	Staffs ST5 3RA	Staffs ST5 3BA	ST4 6LX	CARMARTHEN	CARMARTHEN	CARMARTHEN	HARROW	RUGELEY	Lancs BB97AR	Staffs ST5 6LY	West Midlands B90 4BE	B26 1LT	ADD3
SWANSEA						NEWCASTLE	Jr6 9/W	ST7 8QU	ST5 7SW				ST7 3EL						Herefordshire HR7 4JX	Herefordshire HR7 4JX	NEWCASTLE			WV10 8AF	ST9 0LA		Lancs BB4 8RL						Staffs ST5 4HU	ST7 80U	ST8 6DQ								Staffs WS154TQ					ADD4
SA4 6BH						Staffs ST5 1JH													×		Staffs ST5 8EF										0	Staffs ST5 1.IH																POSTCODE
1.712	1 712	1.712	1.712	1.712	1.712	1.712	1.712	1.712	1.712	1.712	1.712	1.712	1.6	1.6	1.6	1.6	1 ,6	1.6	1.6	1.6	1.6	1.6	1.6	1.6	1.6	1.6	1.6	1.6	1.6	o,	1.6	<u>.</u>	1.6	- .	1.6	<u>.</u>	1.6	1 .6	1.544	1.544	1.544	1.544	1.544	1.544	1.544	1.544	1.544	OPTION_PRICE EXE
264	629	323	528	384	384	645	516	1320	2020	769	512	792	2846	1493	1493	373	373	2239	917	917	1119	1568	765	1418	746	1306	721	796	721	373	730	1101	1593	1866	1493	1095	730	746	6703	2234	2234	893	905	1810	446	893		EXERCISED COST
£451.97	£922 77	£552.98	£903.94	£657.41	£657.41	£1,104.24	£883.40	£2,259.84	£3,458.24	£1,316.53	£876.55	£1,355.91	£4,553.60	£2,388,80	£2,388.80	£596.80	€596.80	£3,582.40	£1,467.20	£1,467.20	£1,790.40	£2,508.80	£1,224.00	£2,268.80	£1,193.60	£2,089.60	£1,153.60	£1.273.60	£1,153,60	£596.80	£1,168.00	£1 761 60	£2,548.80	£2 985 60	£2,388,80	£1 752 00	£1,168.00	£1.193.60	£10,349,44	£3,449,30	£3,449.30	£1,378.80	£1,397.32	£2,794.64	£688.63	£1,378.80	£1,034.48	COST OF SHARES