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COMPANIES FORM No. 88(2)

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)**

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

Company number

| 1003653 |

1. Name of company

| * WPP GROUP PLC |

2. This section must be completed for all allotments

Description of shares †	ORDINARY	ORDINARY	
A Number allotted	14,538	34,500	
B Nominal value of each	£ 0.10p	£ 0.10p	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 1.02	£ 1.08	£

Date(s) on which the shares were allotted

(a) [on 24TH MARCH 19 99] §, 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			
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

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COMPANIES HOUSE 28/04/99

4. Names and addresses of the allottees

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

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
SMITH BROS NOMINEE LTD 20 FARRINGDON ROAD LONDON EC1M 3NS	49,038		
Total	49,038		

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:

‡ Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed _Munn Cayles/_ Designation _SECRETARY_ Date _19-4-99_

Companies registered in England and Wales
or Wales should deliver this form to:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF4 3UZ

Companies registered in Scotland
should deliver this form to:-

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