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COMPANIES FORM No. 88(3)

Particulars of a contract relating to shares allotted as fully or partly paid up otherwise than in cash

88(3)

Pursuant to section 88(3) of the Companies Act 1985

**Note: This form is only for use when the contract
has not been reduced to writing**

PASSED FOR FILING

Please do not
write in
this margin

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

To the Registrar of Companies

For official use

Company number

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47169

Please do not
write in the space
below. For Inland
Revenue use only

The particulars must be stamped with the same stamp duty as would have been payable if the contract had been reduced to writing. A reduced rate of ad valorem duty may be available if this form is properly certified at the appropriate amount.

Name of company

* insert full name
of company

* ASH & LACY PLC

gives the following particulars of a contract which has not been reduced to writing

1 The number of shares allotted as fully or partly paid up otherwise than in cash	13153
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2 The nominal value of each such share	£	0	05
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3a The amount of such nominal value to be considered as paid up on each share otherwise than in cash	£	
b The value of each share allotted i.e. the nominal value and any premium	£	
c The amount to be considered as paid up in respect of b	£	

4 If the consideration for the allotment of such shares is services, or any consideration other than that mentioned below in 8, state the nature and amount of such consideration, and the number of shares allotted	
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Presentor's name address and
reference (if any):

LLOYDS BANK REGISTRARS
THE CAUSEWAY
WORTHING
WEST SUSSEX BN99 6DA
RBS/CG/EXT2515

For official Use

Capital Section



COMPANIES HOUSE 28/09/95

5 If the allotment is a bonus issue, state the amount of reserves capitalised in respect of this issue	£	
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6 If the allotment is made in consideration of the release of a debt, e.g., a director's loan account, state the amount released	£	
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7 If the allotment is made in connection with the conversion of loan stock, state the amount of stock converted in respect of this issue	£	
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8 If the allotment is made in satisfaction or part satisfaction of the purchase price of property, give below:		
a brief description of property:		
b full particulars of the manner in which the purchase price is to be satisfied	£	p
Amount of consideration payable in cash or bills		
Amount of consideration payable in debentures, etc.....		
Amount of consideration payable in shares		
<i>Liabilities of the vendor assumed by the purchaser:</i>		
Amounts due on mortgages of freeholds and/or leaseholds including interest to date of sale		
Hire purchase etc debts in respect of goods acquired ...		
Other liabilities of the vendor,.....		
Any other consideration		

Please do not write in this margin

* Where such properties are sold subject to mortgage, the gross value should be shown

9 Give full particulars in the form of the following table, of the property which is the subject of the sale, showing in detail how the total purchase price is apportioned between the respective heads:

Legal estates in freehold property and fixed plant and machinery and other fixtures thereon*	£
Legal estates in leasehold property*	
Fixed plant and machinery on leasehold property (including tenants', trade and other fixtures)	
Equitable interests in freehold or leasehold property*	
Loose plant and machinery, stock-in-trade and other chattels (plant and machinery should not be included under this head unless it was in actual state of severance on the date of the sale)	
Goods, wares and merchandise subject to hire purchase or other agreements (written down value)	
Goodwill and benefit of contracts	
Patents, designs, trademarks, licences, copyrights, etc.	
Book and other debts	
Cash in hand and at bank on current account, bills, notes, etc	
Cash on deposit at bank or elsewhere	
Shares, debentures and other investments	
Other property	

† delete as appropriate

Signed

[Signature]

[Director][Secretary]† Date

15.9.95

5 This certificate must be signed by the persons to whom the shares have been allotted, as well as by an officer of the company.

Certificate of value⁵

It is certified that the transaction effected by the contract does not form part of a larger transaction or series of transactions in respect of which the amount or value, or aggregate amount or value, of the consideration exceeds £

Signed

Date

Signed

Date

ASH & LACY PLC

OFFER FOR

CI GROUP PLC

BLOCK 5

STATEMENT OF CONSIDERATION FOR ALLOTMENT OF SHARES

13153 Ordinary Shares of 5p each fully paid issued in part consideration of the acquisition of 106540 Ordinary Shares of 10p each in CI GROUP PLC pursuant to the Offer dated the 26th May 1995 made by ASH & LACY PLC.

COMPANY	ISSUED SECURITY	CAPITAL TASK CODE	HOLDER'S NAME & ADDRESS DETAILS	ENTITLEMENT
ASH & LACY PLC	ORDINARY FIVE PENCE SHARES	2892-01 ASH & LACY OFFER FOR CI GROUP		
ACCOUNT NUMBER				
00036190	CHAPMAN	EDWARD STELLING /,ESQ HIGH MEADOWS, WEMBURY ROAD, WEMBURY, PLYMOUTH PL9 0DQ	308	
00036159	COMLEY	NANCY MAY /MRS. WOOD END, SHRAWLEY, WORCESTER WR6 6TG	765	
00036203	EAGLESHAM	KENNETH ROBIN ALEXANDER /,ESQ 9 LITTLEFIELD ROAD, DINNINGTON, S YORKS S31 7NE	101	
00036389	FIRTH	BARBARA PAMELA /MISS. 35 LARCHES LANE, MOLERHAMPTON WV3 9PX	246	
0003617A	FURNESS	CHRISTINE FRANCES /MRS. 30 SONNING MEADOWS, SONNING, READING, BERKS RG4 6XB	370	
00036164	GIBBS	RONALD DAVID /,ESQ BEECHWOOD HOUSE, 2 ROUNDS HILL, KENILWORTH CV8 1DU	185	
00036475	HINDSHAM	JOHN ARTHUR /,ESQ 9 HARDINGS DRIVE, DURSLEY, GLOS GL1 4LP	612	
00036062	HINNIGAN	JOAN /MRS. CASTLEWARD HOUSE, BRADDAN, ISLE OF MAN IM4 5EJ	123	
00036138	HOLMES	JOSEPH /,ESQ 47 HATHERTON ROAD, CANNOCK, STAFFS WS11 1HG	149	
00036099	HUNTER	WILLIAM COLIN /,ESQ 151 HABERDASHER STREET, LONDON N1 6EH	185	
00036352	KEEN	THOMAS EDWARD /,ESQ 51 HIGH STREET, BOTTESFORD, NOTTS NG13 0AA	80	
00036368	MACIVER	NORMAN /,ESQ 56 FINGAL STREET, GLASGOW G20 0LB	162	
00036122	MOORE	MARY SUSAN /MRS. NEWHAYES, SILVER STREET, KILMINGTON, AXMINSTER, DEVON EX13 7SN	246	
00036224	MSS NOMINEES LIMITED	743920 A/C MARINER HOUSE, PERYS STREET, LONDON EC3N 4DA	135	
0003646A	NORBURY	HILDEGARDE MURIEL /MRS. 11 THE CHASE, BALLAKILLONEY, COLBY, ISLE OF MAN	5043	
00036373	PATEL	ATUL /,ESQ 83 BURROW LONDON SW9 0UZ	782	
00036078	R C GREIG NOMINEES LIMITED	PACIFIC HOUSE, 70 WELLINGTON STREET, GLASGOW G2 6UD	429	
00036219	RIDGWAY	JANE SUSAN /MRS. MIRAMAR, ROWNEY GREEN LANE, ALVECHURCH, BIRMINGHAM B48 7QF	288	
00036185	SEPON LIMITED	THE STOCK EXCHANGE, LONDON EC2N 1HP	348	
00036143	SILLITOE	JOAN /MRS. THE SPINNEY, ABBOTS MORTON, WORCESTER WR7 4LT	1895	
00036083	SINCLAIR	KENNETH JAMES /,ESQ PETA GAIL WALTON /MRS. 23 PRIORY ROAD, WILMSLOW, CHESHIRE SK9 5PS	203	
00014720	WALROND	RALPH /DR. F289201 A/C QUALITY ASSURANCE TEAM, REGISTRAR'S, GORING-BY-SEA, WORTHING WEST SUSSEX BN99 6DA	11	



RETURN OF ALLOTMENT
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ACCOUNT NUMBER	HOLDER'S NAME & ADDRESS DETAILS	ENTITLEMENT
00036101	WELCH MATTHEW RONALD MAUDSLEY /,ESQ C/O HSBC INVESTMENT BANK ASIA,LEVEL 15,1 QUEENS ROAD, CENTRAL,HONG KONG	135
00036117	WILSON TIMOTHY /,ESQ 244 OAK ROAD,WEST BROMWICH,WEST MIDLANDS B70 8HL	352
NUMBER OF ALLOTMENTS : ----- 24		----- 13153

*****END OF REPORT*****