

PLEASE COMPLETE IN  
TYPESCRIPT OR IN  
BOLD BLACK CAPITALS

# 88(2)

## Return of Allotment of Shares

CHFPO83

Company Number

73975

Company name in full

Exel plc

### Shares allotted (including bonus shares): PAGE 1 OF 5

Date or period during which shares were allotted  
*(If shares were allotted on one date enter that date in the "from" box.)*

From			To		
Day	Month	Year	Day	Month	Year
05	10	2005			

Class of shares  
*(ordinary or preference etc)*

Number allotted

Nominal value of each share

Amount (if any) paid or due on each share  
*(including any share premium)*

Ordinary	Ordinary	Ordinary
4,172	1,864	8,290
27.7/9p	27.7/9p	27.7/9p
485.5p	536.5p	701.5p

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

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Consideration for which the shares were allotted  
*(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing.)*


When you have completed and signed the form send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff CF14 3UZ      DX 33050 Cardiff  
For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB      DX235  
For companies registered in Scotland      Edinburgh



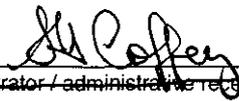
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COMPANIES HOUSE      08/12/2005

**Names and addresses of the allottees** (List joint share allotments consecutively)

Shareholder details	Shares and share class allotted	
Name _____ Address _____ _____ UK Postcode	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____

Please enter the number of continuation sheet(s) (if any) attached to this form :

4

Signed DUPAT  Date 6/12/05  
 A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

ESP-EXEC./SJK/E3189	Tel: 01903 833017
DX number	DX exchange

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### Shares allotted (including bonus shares): PAGE 2 OF 5

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 shares were allotted  
 (If shares were allotted on one date  
 enter that date in the "from" box.)

From			To		
Day	Month	Year	Day	Month	Year
05	10	21 01 05	1	1	111

Class of shares  
 (ordinary or preference etc)

Number allotted

Nominal value of each share

Amount (if any) paid or due on each  
 share (including any share premium)

Ordinary	Ordinary	Ordinary
25,612	48,626	6,572
27.7/9p	27.7/9p	27.7/9p
722p	749p	762p

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Date or period during which shares were allotted <i>(If shares were allotted on one date enter that date in the "from" box.)</i>	From			To		
	Day	Month	Year	Day	Month	Year
	05	10	2005	1	1	2005

Class of shares <i>(ordinary or preference etc)</i>	Ordinary	Ordinary	Ordinary
Number allotted	6,902	28,944	54,180
Nominal value of each share	27.7/9p	27.7/9p	27.7/9p
Amount (if any) paid or due on each share <i>(including any share premium)</i>	783.5p	786p	850p

List the names and addresses of the allottees and the number of shares allotted to each overleaf

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### Shares allotted (including bonus shares): PAGE 4 OF 5

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	Day	Month	Year	Day	Month	Year
	05	10	2005	1	1	2005

Class of shares <i>(ordinary or preference etc)</i>	Ordinary	Ordinary	Ordinary
Number allotted	3,042	9,532	25,545
Nominal value of each share	27.7/9p	27.7/9p	27.7/9p
Amount (if any) paid or due on each share <i>(including any share premium)</i>	871p	1052.5p	1120.5p

List the names and addresses of the allottees and the number of shares allotted to each overleaf

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Consideration for which the shares were allotted <i>(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing.)</i>	
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**Names and addresses of the allottees** (List joint share allotments consecutively)

Shareholder details	Shares and share class allotted	
Name _____ Address _____ _____ UK Postcode L L L L L L L	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode L L L L L L L	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
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Name _____ Address _____ _____ UK Postcode L L L L L L L	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____

Please enter the number of continuation sheet(s) (if any) attached to this form :

1

Signed *[Signature]*  
 A director / secretary / administrator / administrative receiver / receiver manager / receiver

Date 6/12/05

Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

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	Day	Month	Year	Day	Month	Year
	05	10	21 01 01 5	1	1	111

Class of shares <i>(ordinary or preference etc)</i>	Ordinary		
Number allotted	813		
Nominal value of each share	27.7/9p		
Amount (if any) paid or due on each share <i>(including any share premium)</i>	1230.00p		

List the names and addresses of the allottees and the number of shares allotted to each overleaf

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Shareholder details	Shares and share class allotted	
Name <u>Cazenove Nominees Limited Des ESOS Part ID 142CN</u> Address <u>20 Moorgate, LONDON EC2R 6DA</u> UK Postcode <u>LL L L L L L L</u>	Class of shares allotted <b>ORDINARY</b>	Number allotted <b>224,094</b>
Name _____ Address _____ UK Postcode <u>LL L L L L L L</u>	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ Address _____ UK Postcode <u>LL L L L L L L</u>	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ Address _____ UK Postcode <u>LL L L L L L L</u>	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ Address _____ UK Postcode <u>LL L L L L L L</u>	Class of shares allotted <b>TOTAL</b>	Number allotted <b>224,094</b>

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Signed *[Signature]*  
 A director / secretary / administrator / administrative receiver / receiver manager / receiver

Date 6/12/05

Please delete as appropriate

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