

CHFP000

Please do not write in this margin

*insert full name of company

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

† distinguish between ordinary preference, etc

§ complete (a) or (b) as appropriate

COMPANIES FORM No. 88(2)

BULK LIST

Return of allotments of shares

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

88(2)

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

(**REVISED 1988**)

This form replaces forms PUC2, PUC3 and 88(2) Company number

1821312

1. Name of company

*GUARDIAN ROYAL EXCHANGE PLC

2. This section must be completed for all allotments

| Description of shares † | Ordinary | Ordinary | Ordinary |
|--|----------|----------|----------|
| A Number allotted | 102,000 | 2,000 | 22,000 |
| B Nominal value of each | 5.25p | 5.25p | 5.25p |
| C Total amount (if any) paid or due and payable on each share (including premium if any) | £2.2250 | £1.8800 | £1.2500 |

Date(s) on which the shares were allotted

(a) [on 30 April 1999

] §, or

(b) [from

o 1

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

- 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, telephone number and reference (if any):

EMPBEN/SM/3436/SO/j9

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Page I

4. Names and addresses of the allottees

| Names and Addresses | | Number of shares allotted | | |
|---------------------|--|---------------------------|----------------|--------------|
| | | Ordinary | Preference | Other |
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| Where the space given on this form is inadequate, continuation sheets should be |
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| 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 NWcun Designation T SECRETARY Date 10 MAY 1999

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



CHFP000

Please do not write in this margin

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Please complete legibly,

*insert full name of company

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§ complete (a) or (b) as appropriate

COMPANIES FORM No. 88(2)

Return of allotments of shares

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

88(2)

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

(**REVISED 1988**)

This form replaces forms PUC2, PUC3 and 88(2) Company number

1821312

| 1. Name of company | 2 of 3 | |
|---------------------|-----------|------|
| *GUARDIAN ROYAL EXC | HANGE PLC | |
| | | |

2. This section must be completed for all allotments

| Description of shares † | Ordinary | Ordinary | Ordinary |
|--|----------|----------|----------|
| A Number allotted | 24,000 | 813,250 | 16,638 |
| B Nominal value of each | 5.25p | 5.25p | 5.25p |
| C Total amount (if any) paid or due and payable on each share (including premium if any) | £1.9300 | £2.2300 | £2.8200 |

Date(s) on which the shares were allotted

- (a) [on 30 April 1999
- (b) [from 1

] §, or

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. | | |
|---|---|--|--|
| İ | Please use percentage. | | |
| E | Consideration for which the shares were allotted | | |
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- 3. Details of bonus issues should be included only in section 2.

| Presentor's name, address, telephone number and reference (if any): EMPBEN/SM/3436/SO/j9 | For Official Use | Post room |
|---|------------------|-----------|
| | | |

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L' ' 3+ * 5. Names and addresses of the allottees Please do not write in the Names and Addresses Number of shares allotted margin. Please complete legibly, Ordinary Preference Other preferably in black type, or bold block lettering Total Where the space given on this form is inadequate, continuation sheets should be ¶ Insert Director, Secretary, used and the number of sheets attached should be indicated in the box opposite: Administrator, Administrative Receiver or Receiver (Scotland) as appropriate Date _ 1 U MAY 1999 Mucen Designation ¶_ SECRETARY Signed

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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)

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

(REVISED 1988)

This form replaces forms PUC2, PUC3 and 88(2) Company number

1821312

1. Name of company 3 of 3

*GUARDIAN ROYAL EXCHANGE PLC

2. This section must be completed for all allotments

| Description of shares † | Ordinary | Ordinary | Ordinary |
|--|----------|----------|----------|
| A Number allotted | 5362 | 16,000 | 19,400 |
| B Nominal value of each | 5.25p | 5.25p | 5.25p |
| C Total amount (if any) paid or due and payable on each share (including premium if any) | £3.1300 | £2.8600 | £2.8600 |

Date(s) on which the shares were allotted

- (a) [on 30 April 1999
- (b) [from to

] §, or

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. | |
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E Consideration for which the shares were allotted

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- 3. Details of bonus issues should be included only in section 2.

Presentor's name, address, telephone number and reference (if any): EMPBEN/SM/3436/SO/j9

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6. Names and addresses of the allottees

| Names and Addresses | Number of shares allotted | | |
|--------------------------|---------------------------|------------|-------|
| | Ordinary | Preference | Other |
| PLEASE SEE ATTACHED LIST | 1,020,650 | | |
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| Total | 1,020,650 | | |

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| | ¶ Insert Director, |
|---|---------------------|
| | Secretary, |
| | Administrator, |
| į | Administrative |
| | Receiver or Receive |
| | (Scotland) as |

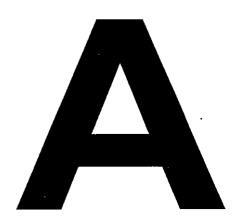
appropriate

Signed ______ Designation ¶ _____ SECRETARY Date _____ 10 MAY 1999

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



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 1821312