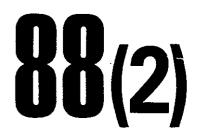


## COMPANIES FORM No. 88(2)(Rev 1988)

## **Return of allotments of shares**

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



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

BARCLAYS REGISTRARS 34 BECKENHAM ROAD BECKENHAM, KENT

Page 1

BR3 ATTI

(**REVISED 1988**)

This form replaces forms

COMPANIES HOUSE 06/02/96

•	(SOS MOLO 1)			PUC2, PI	UC3 and 88(2)		
lease complete egibly, preferably o black type, or old block lettering			<del></del>	Company number			
<u> </u>	1. Name of company						
insert full name of company	* API GROUP plc				,		
	2. This section must be completed for all allotments						
distinguish between ordinary preference, etc.	Description of shares †		ORDINARY	ORDINARY	ORDINARY		
	A Number allotted		2,400	5,200	5,200		
	B Nominal value of each		£ <sup>0.25</sup>	0.25 f	0.25 £		
	C Total amount (if any) paid or due a each share (including premium if a	and payable on any)	3.08 £	1.43 £	1.83 £		
complete (a) or (b) as appropriate	Date(s) on which the shares were allotted  (a) [on 18 JANUARY 19 96 ] §, or  (b) [from 19 to 19 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)						
	<b>D</b> Extent to which each share is to be Please use percentage.	treated as paid up.					
ę	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, telephone number and reference (if any):  Post room						
F	BR/CL/RDA/SD						

Please do not write in the margin

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

Names and Addresses	Number of shares allotted				
	Ordinary	Preference	Other		
ALAN SENTANCE ESQ	28,800				
16 FITZWILLIAM AVENUE					
SUTTON					
MACCLESFIELD					
CHESHIRE					
SK11 OEJ					
	.,.				
	,				
,					
	_				
Total	28,800				

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:

110

Designation + Company Secretary Date 24.1.96

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 100-102 George Street Edinburgh EH2 3DJ ‡ Insert Director,

Secretary, Administrator, Administrative Receiver or

Receiver (Scotland) as appropriate