

02-07-98

G

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

Return of allotments of shares**88(2)**

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

Please do not
write in this
marginTo the Registrar of Companies (address overleaf)
(see note 1)**(REVISED 1988)**This form replaces forms
PUC2, PUC3 and 88(2)Please complete
legibly, preferably
in black type, or
bold block lettering

Company Number

291848

1. Name of company

* insert full name
of company

* GRAND METROPOLITAN PLC

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc.

Descriptions of shares†	ORDINARY	SHARES OF	25p EACH
A Number allotted	119,523		
B Nominal value of each	£ 25p	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	SEE ATTACHED	£	£

‡ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 17 APRIL 1998]\$, 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.

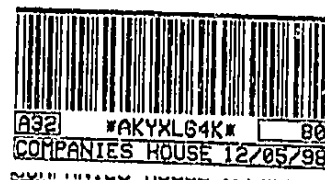
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required 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.

Presenter's name address, telephone
number and reference (if any):MRS S M BUNN
DEPUTY SECRETARY
DIAGEO PLC
8 HENRIETTA PLACE
LONDON
W1M 9AG

For official Use

Post Room



02-07-98

4. Names and addresses of the allottees

Please do not
write in the
margin

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

[illegible]

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:

2

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

Signed SUBMAN Designation: ASSISTANT SECRETARY Date 6/5/98

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

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

**Companies registered in Scotland
should deliver this form to:-**

**The Registrar of Companies
Companies Registration Office
102 George Street
Edinburgh
EH2 3DJ**

SCHEDULE TO COMPANIES FORM 88(2)

ORDINARY SHARES OF 25p EACH

Number Allotted	Nominal Value	Total amount payable per share (including premium)
21,250	25p	4.02
6,304	25p	4.22
5,200	25p	4.23
81,857	25p	4.29
2,312	25p	4.71
2,600	25p	4.74

119,523

PUC1/17 APR 98

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GRAND METROPOLITAN PLC

ALLOTMENT DATE FRIDAY 17TH APRIL 1998

ALLOTTEE (WHERE DIFFERENT)		No. Shares Allotted (Ordinary)	
Name	Address		
P Curtis Rock Nominees Ltd.	2 Fern Dene Ealing London W13 8AN	37682	
D Fletcher " " "	35 Gossmore Lane Marlow Bucks SL7 1QQ	42590	
RJ Gardner " " "	Oak Lodge Henwood Green Road Pembury Tunbridge Wells Kent TN2 4LW	3373	
ME Maxwell 'SEND SHARE CERTIFICATE TO HOME ADDRESS.'	3 Jillian Close Chestnut Avenue Hampton Middlesex TW12 2NX	2312	
R McElroy Rock Nominees Ltd	Flat 4 7 Clyde View Court Bowling Scotland G60 5BL	8000	
AM Sauter " " "	Flat 4 87 Beaconsfield Road London SE3 7LQ	10000	
S Seguroia " " "	Lilac Trees Carlshilton Road Woodmansterne Surrey SM7 3HZ	7800	
JA Southern " " "	4 Devas Road West Wimbledon London SW20 8PD	7766	
Total		119523	

GRAND METROPOLITAN PLC

ALLOTMENT DATE FRIDAY 17TH APRIL 1998

ALLOTTEE (WHERE DIFFERENT)		<u>No. Shares Allotted</u> <u>(Ordinary)</u>	
<u>Name</u>	<u>Address</u>		
P Curtis Rock Nominees LTD.	2 Fern Dene Ealing London W13 8AN	37682	
D Fletcher " " "	35 Gossmore Lane Marlow Bucks SL7 1QQ	42590	
RJ Gardner " " "	Oak Lodge Henwood Green Road Pembury Tunbridge Wells Kent TN2 4LW	3373	
ME Maxwell SEND SHARE CERTIFICATE TO HOME ADDRESS.	3 Jillian Close Chestnut Avenue Hampton Middlesex TW12 2NX	2312	
R McElroy Rock Nominees LTD	Flat 4 7 Clyde View Court Bowling Scotland G60 5BL	8000	
AM Sauter " " "	Flat 4 87 Beaconsfield Road London SE3 7LQ	10000	
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Total		119523	