

Oyez

Please complete in typescript,
or in bold capitals.

CHFP041

88(2)

Return of Allotment of Shares

Company Number

00348312

Company name in full

CARLTON COMMUNICATIONS PLC

Shares allotted (including bonus shares):

From

To

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

Day Month Year

0 2 0 2 2 0 0 4

Day Month Year

Class of shares

(ordinary or preference etc)

ORDINARY

Number allotted

674,641,161

Nominal value of each share

5 PENCE

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

5 PENCE

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

100%

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)

SEE ATTACHED SCHEDULE

Scheme of arrangement
detachedWhen 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 WalesCompanies House, 37 Castle Terrace, Edinburgh EH1 2EB DX 235
For companies registered in Scotland EdinburghA16
COMPANIES HOUSE
Form revised September 1999

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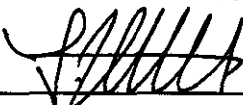
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23/02/04

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

Shareholder details		Shares and share class allotted	
Name ITV PLC		Class of shares allotted	Number allotted
Address THE LONDON TELEVISION CENTRE		ORDINARY	674,641
UPPER GROUND			161
LONDON	UK Postcode SE1 9LT		
Name		Class of shares allotted	Number allotted
Address			
	UK Postcode		
Name		Class of shares allotted	Number allotted
Address			
	UK Postcode		
Name		Class of shares allotted	Number allotted
Address			
	UK Postcode		
Name		Class of shares allotted	Number allotted
Address			
	UK Postcode		

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

Signed 

Date 2/2/04

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.

Tel	
DX number	DX exchange