

## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

Company Number

518206

Company Name in full

Wolseley-Hughes Limited

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <small>(if shares were allotted on one date enter that date in the "from" box)</small>	From			To				
	Day	Month	Year	Day	Month	Year		
	0	5	1	0	2	0	0	4
Class of shares <small>(ordinary or preference etc)</small>	Ordinary							
Number allotted	129,531,828							
Nominal value of each share	£1.00							
Amount (if any) paid or due on each share <small>(including any share premium)</small>	£1.00							

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% nominal value (nil paid premium)		
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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)

The nominal value of the shares is paid up by the transfer by Wolseley plc to the Company of a note issued by Wolseley Overseas Limited in the principal amount of £135,391,989 dated 5 October 2004. The premium is to be paid up in accordance with the terms of allotment and the Articles of Association of the Company.
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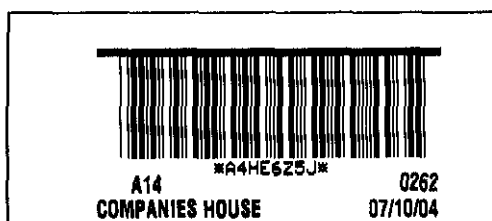
When you have completed and signed the form send it to  
the Registrar of Companies at:

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

DX 33050 Cardiff

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

DX 235 Edinburgh



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

Shareholder details	Shares and share class allotted	
<b>Name</b> Wolseley plc	<b>Class of shares allotted</b> Ordinary	<b>Number allotted</b> 129,531,828
<b>Address</b> Parkview 1220 Arlington Business Park Theale Reading		
<b>UK postcode</b> RG7 4GA		
<b>Name</b>	<b>Class of shares allotted</b> Ordinary	<b>Number allotted</b>
<b>Address</b>		
<b>UK postcode</b>		
<b>Name</b>	<b>Class of shares allotted</b> Ordinary	<b>Number allotted</b>
<b>Address</b>		
<b>UK postcode</b>		
<b>Name</b>	<b>Class of shares allotted</b> Ordinary	<b>Number allotted</b>
<b>Address</b>		
<b>UK postcode</b>		

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

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Signed

*M J White*

Date

5/10/04

A director / secretary / administrator / administrative receiver / receiver / manager / receiver

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.

M J White, Group Company Secretary	
Wolseley plc, Parkview 1220, Arlington Business Park,	
Theale, RG7 4GA Tel	
DX number	DX exchange