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COMPANIES FORM No. 88(2) Return of allotments of shares

88(2)

CHFP000

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write in
this margin

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

To 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

3083661

1. Name of company

* insert full name
of company

* OSI GROUP HOLDINGS LIMITED

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc.

Description of shares †	'A' ORDINARY		
A Number allotted	60,170		
B Nominal value of each	£ 0.10p.	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 0.25	£	£

§ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 21 JUNE 1999] \$, or

(b) [from _____ to _____] \$

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	

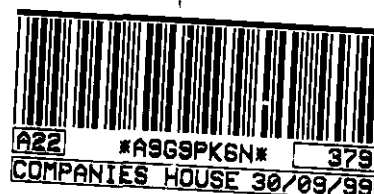
NOTES

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.

s and

Buchan Scott
Co. Secretary
F.I. GROUP PLC
Campus 300
Maylands Avenue
Hemel Hempstead
Hertfordshire HP2 7TQ

For official Use



Please do not
write in
this margin

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

1.

Signed F. C. S. S. Designation SECRETARY Date 29/9/99

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

Names and Addresses	Number of Shares Allotted		
	A Ordinary	Preference	Other
AARENS, Georges Avenue des Amandiers 12 B-1080 BRUSSELS Belgium	2,366		
BADILA, Robert Avenue des Croix du Feu 271 B-1020 BRUSSELS Belgium	3,756		
COVELIERS, Marina Madeliefjesstraat 84 B-1030 SCHAARBEEK Belgium	795		
DE DEKEN, Ria Aug. Delportestraat 6 B-1050 BRUSSELS Belgium	885		
DEKEYSER, Paul Av. Eugène Plasky 201 b7 B-1030 BRUSSELS Belgium	779		
GEERKENS, Eddy Leon Hubert Jean Monnetwijk 4 B-1932 ST.-STEVENS WOLUWE Belgium	15,779		
HICK, Alain Rue Hambursin 16 B-5030 GEMBLOUX Belgium	2,455		
MOUSTIE, Mark Frans Louis Kerkstraat 80 B-1653 DWORP Belgium	28,689		
PHIMESTER, John Harold Plum Tree Cottage Chivery St Leonards TRING Hertfordshire HP23 6LE	3,536		
POUMAY, Philippe Rue du Grand Moulin 7 B-4671 SAIVE Belgium	1,130		
TOTAL OF SHARE OPTIONS (£0.25p exercise price)	60,170		