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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)

(REVISED 1988)

This form replaces forms
PUC2, PUC3 and 88(2)

Company Number

3262617

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

Please do not
write in this
margin

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

1. Name of company

* insert full name
of company

*** NEWBERRY INTERNATIONAL PRODUCE LIMITED**

2. This section must be completed for all allotments

Descriptions of shares†	ORDINARY		
A Number allotted	898		
B Nominal value of each	£1-00	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£66-82	£	£

† distinguish
between
ordinary
preference, etc.

Date(s) on which the shares were allotted

(a) [on **5 November 1997**]\$, 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

§ complete
(a) or (b) as
appropriate

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)).

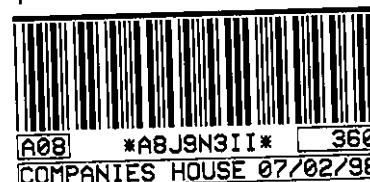
3. Details of bonus issues should be included only in section 2.

Presenter's name address, telephone
number and reference (if any):

**KIDSONS IMPEY
ELGAR HOUSE
HAMER ROAD
HEREFORD**

For official Use

Post Room



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**

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
ANTHONY EDWARD COOKE 11 NEWTON CLOSE DEER PARK LEDBURY HEREFORDSHIRE HR8 2XG	848		
KIM JULIE COOKE 11 NEWTON CLOSE DEER PARK LEDBURY HEREFORDSHIRE HR8 2XG	50		
Total	898		

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:

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

Signed [Signature] Designation Director Date 28/1/98

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

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

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

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