

Please do not
write in this
margin

(REVISED 1988)

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

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

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

Company number

3279820

1. Name of company

*Insert full name
of company

* P&O Nedlloyd Container Line Limited

2. This section must be completed for all allotments

† Distinguish
between
ordinary,
preference, etc.

Description of shares †	A Shares	B Shares	
A Number allotted	800,000	100,000	
B Nominal value of each	£ US\$1	£ US\$1	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ US\$1	£ US\$1	£

§ Complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 20 December 1996] s, or
(unconditional on 31 December 1996)

(b) ~~from~~XXXXXXXXXXXXXXXXXXXX19XXXXXXXXXXXXXXXXXXXX19XXXX \$

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.	100%		
E Consideration for which the shares were allotted The 100,000 B Shares for cash 275,000 A Shares for cash 525,000 A Shares were allotted in consideration for the entire share capital of P&O Nedlloyd (a Dutch company)			
			Holding BV

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 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.

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

Freshfields (MPN-J/MN)
65 Fleet Street
London EC4Y 1HS
DX 23 LONDON

For official use



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COMPANIES HOUSE 19/02/97
COMPANIES HOUSE 23/01/97

4. Names and addresses of the allottees

Please do not
write in the
margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
The Peninsular and Oriental Steam Navigation Company 78/79 Pall Mall London SW1E 5EJ			100,000 B Shares
Nedlloyd Container Holding BV Boompjes 40 3011 XB Rotterdam Netherlands			800,000 A Shares
Total			900,000

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

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



Designation:†

Secretary

Date 17.01.97

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