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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)

Please do not write in this margin

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

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

Company number

3543

1. Name of company

* insert full name of company

* VICKERS PLC

2. This section must be completed for all allotments

† distinguish between ordinary preference, etc.

Description of shares †	ORDINARY		
A Number allotted	73216		
B Nominal value of each	£ 0.50	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 0.695	£	£

§ complete (a) or (b) as appropriate

Date(s) on which the shares were allotted

(a) [on 27 JANUARY 19 98] §, 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

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

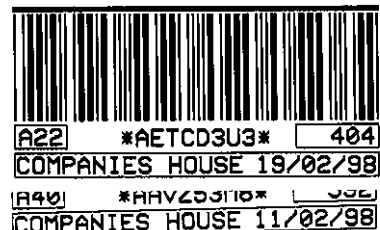
NOTES

- This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
- 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)).
- Details of bonus issues should be included only in section 2.

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

VICTORIA LLEWELLYN
VICKERS PLC
MILLBANK TOWER
MILLBANK
LONDON
SW1P 4RA

For official use



4. Names and addresses of the allottees

Please do not write in this margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
PER ATTACHED LIST	73,216		
Total	73,216		

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:

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

Signed [Signature] Designation Assistant Secretary Date 9 February 1998

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

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

Companies registered in Scotland should deliver this form to:-

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

**for VICKERS PLC
Shares to Individual**

Alderson		Mr	Stanley		
16 Ninelands Lane	Garforth		LEEDS		
Payroll Num	Roll Number		Granted	Purchased	Lapsed
	C/03027098-08		2,294	2,294	0

Barker		Mr	Thomas Ian		
326 Calder Road	EDINBURGH		EH11 3TB		
Payroll Num	Roll Number		Granted	Purchased	Lapsed
	C/03104759-10		1,982	1,982	0

Barnes		Mr	Richard J		
3 Belle Vue Cottages	Baschurch		SHREWSBURY		
Payroll Num	Roll Number		Granted	Purchased	Lapsed
	C/03105741-02		1,356	1,356	0

Beardmore		Mr	Robin Mark		
Borrowdale	Margaret Avenue		Bardsey		
Payroll Num	Roll Number		Granted	Purchased	Lapsed
	C/03027104-06		1,982	1,982	0

Butler		Mr	Alan William		
15 Thresher Grove	Greenleys		MILTON KEYNES		
Payroll Num	Roll Number		Granted	Purchased	Lapsed
	C/03105232-01		1,356	1,356	0

Cobban		Mr	Michael Robert A		
5 St James Avenue Gawsworth	MACCLESFIELD		Cheshire SK11 9RY		
Payroll Num	Roll Number		Granted	Purchased	Lapsed
	C/03105600-09		3,859	3,859	0

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for VICKERS PLC Shares to Individual

Cracknell		Mr	Michael Boyd	
19 Victoria Street	RYDE		Isle of Wight PO33 2PU	
Payroll Num	Roll Number	Granted	Purchased	Lapsed
	C/03105497-09	1,251	1,251	0

Eaton		Mr	Richard James	
7 St Johns Avenue	Wolstanton		NEWCASTLE	
Payroll Num	Roll Number	Granted	Purchased	Lapsed
	C/03104863-04	1,147	1,147	0

Ellison		Miss	Jayne Elizabeth	
9 Alnham Court	Dorrington Road Fawdon		Newcastle Upon Tyne	
Payroll Num	Roll Number	Granted	Purchased	Lapsed
	C/03027341-03	1,982	1,982	0

Else		Mr	David	
12 Bowman Drive	Gleadless		SHEFFIELD	
Payroll Num	Roll Number	Granted	Purchased	Lapsed
	C/03027440-01	3,129	3,129	0

Fowles		Mr	Derrick	
16 Woodmoth Drive	Shavington		CREWE	
Payroll Num	Roll Number	Granted	Purchased	Lapsed
	C/03105621-01	1,669	1,669	0

Hargreaves		Mr	Paul Ronald	
20 Ashwood	Skelton Woods		LEEDS	
Payroll Num	Roll Number	Granted	Purchased	Lapsed
	C/03105127-09	3,859	3,859	0

Maturity / Early Leaver Closure Sc

for VICKERS PLC Shares to Individual

Hurst		Mr	Alan		
9 Whitewell Lane	Ryton		Blayton		
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03105365-04	3,859	3,859	0	
Johnson		Mr	Alan		
16 Spawell Drive	Wear View Est		SUNDERLAND		
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03027360-10	6,989	6,989	0	
Jones		Mr	Eric		
38 Rope Bank Ave	CREWE		CW2 6RP		
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03105662-09	2,294	2,294	0	
Kirk		Mr	Thomas		
44 Park Lands	BROXBURN		West Lothian EH52 5RB		
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03104762-10	1,669	1,669	0	
Lancaster		Mr	Peter		
24 Bridle Road	CREWE		CW2 7QP		
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03104932-00	1,669	1,669	0	
McClure		Mr	Robert James		
78 Carlton Close Urpeth Grange	Ouston		CHESTER LE STREET		
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03027368-05	1,356	1,356	0	

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for VICKERS PLC Shares to Individual

McMillan		Mr	Ian Christopher		
Meadowside	Oteley Road		SHREWSBURY		
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03105472-03	3,859	3,859	0	
McNeeney		Mr	Ian S		
40 Hadrian Court	Darras Hall		Ponteland		
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03027167-04	2,294	2,294	0	
Midgley		Mr	David John		
9 Beresford Dale Madeley	CREWE		CW3 9ET		
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03105675-00	1,251	1,251	0	
O'Driscoll		Mr	Michael Daniel		
19 Lodgefields Drive	Woolstanwood		CREWE		
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03104979-07	3,233	3,233	0	
Porter		Mr	Alan		
37 Inleborough Drive	RYTON		Tyne and Wear NE40 3NP		
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03027246-08	1,356	1,356	0	
Racklyeft		Mr	Andrew William		
Copperkins House	1 The Lawns		Dallington		
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03105297-06	1,982	1,982	0	

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for VICKERS PLC Shares to Individual

Sprawling	Mr	Denis Neil			
34 Beverley Drive		BLAYDON ON TYNE			
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03105212-07	5,424	5,424	0	
Steer	Mrs	Teresa A			
130 Penryhn Road		NORTHAMPTON			
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03105305-00	1,564	1,564	0	
Street	Mr	Colin			
557 West Street		CW2 8SH			
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03105039-06	2,607	2,607	0	
Swan	Mr	Stephen Charles			
144 Kingsthorpe Grove		NN2 6PD			
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03027312-10	1,564	1,564	0	
Talbot	Mr	Christopher			
26 Ullswater Avenue		CW2 8QQ			
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03105719-06	1,043	1,043	0	
Witham	Mrs	Cynthia			
5 Arran Close		CREWE			
Payroll Num	Roll Number	Granted	Purchased	Lapsed	
	C/03105737-04	2,294	2,294	0	

MR. STEVEN K. WYBORN
39. HOMEFIELD RD
BUSHEY
WATFORD
WD2 3AP

PURCHASED
1043

c/3109.137.8

TOTAL NUMBER OF SIMARCS PURCHASED

73,216