

**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)

Company Number

291848

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

1. Name of company

\* GRAND METROPOLITAN PUBLIC LIMITED COMPANY

2. This section must be completed for all allotments

Descriptions of shares†	ORDINARY	SHARES	OF 25P
A Number allotted	291,506		
B Nominal value of each	£.25P	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£4.37	£	£

Date(s) on which the shares were allotted  
 (a) [on 5 NOV 19 97]\$, 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.	100%		
E Consideration for which the shares were allotted			

**NOTES**

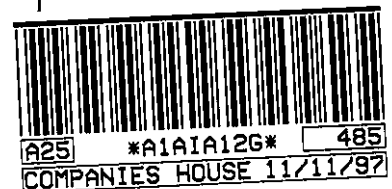
1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information 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.

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

SM ADAMS  
 Grand Metropolitan PLC  
 8 Henrietta Place  
 London W1M 9AG

For official Use

Post Room



4. Names and addresses of the allottees

Please do not write in the margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
MERRILL LUNCH INTERNATIONAL			
20 FARRINGDON STREET			
LONDON ECM 3NN			
Total	291,506		

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 Shedam Designation: Assistant Secretary Date 7.11.97

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