

Package: 'Laserform'
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88(2)

Return of Allotment of Shares

Please complete in typescript,
or in bold black capitals.

CHFP025

Company Number

2591237

Company name in full

NTL GROUP LIMITED

Shares allotted (including bonus shares):

Date or period during which shares were allotted

(If shares were allotted on one date enter that date in the "from" box)

From			To		
Day	Month	Year	Day	Month	Year
3	1	1	2	2	0
		0			0

Class of shares
(ordinary or preference etc)

ORDINARY

Number allotted

1

Nominal value of each share

£0.01

Amount (if any) paid or due on each share
(including any share premium)

£4,000,000

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

100%

Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)

THE TRANSFER BY NTL INVESTMENT HOLDINGS LIMITED TO NTL GROUP LIMITED OF A £4,000,000 UNSECURED LOAN NOTE

ISSUED BY CABLETEL NEWPORT IN 1994 PURSUANT TO A SECURITIES ACQUISITION AGREEMENT DATED 22 DECEMBER

2000 BETWEEN, AMONG OTHERS, NTL INVESTMENT HOLDINGS LIMITED AND NTL GROUP LIMITED



A30
COMPANIES HOUSE
COMPANIES HOUSE

01/05/01
30/03/01

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
For companies registered in Scotland DX 235 Edinburgh

Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details	Shares and share class allotted	
Name NTL INVESTMENT HOLDINGS LIMITED Address NTL HOUSE, BARTLEY WOOD BUSINESS PARK, HOOK, HAMPSHIRE UK Postcode RG 2 7 9 UP	Class of shares allotted ORDINARY	Number allotted 1
Name Address UK Postcode	Class of shares allotted	Number allotted
Name Address UK Postcode	Class of shares allotted	Number allotted
Name Address UK Postcode	Class of shares allotted	Number allotted
Name Address UK Postcode	Class of shares allotted	Number allotted

Please enter the number of continuation sheets (if any) attached to this form

Signed Jim James

Date 26/3/01

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Travers Smith Braithwaite	
10 Snow Hill, London, EC1A 2AL	
Ref: 1444095/JAB/N2059-144	Tel 020 7248 9133
DX number DX 79	DX exchange London/City