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Return of allotments of shares

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

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

To the Registrar of Companies **(address overleaf)**
(See note 1)

Company number

2235556

1. Name of Company

* Insert full name
of company

* POWER CENTRE LIMITED

2. This section must be completed for all allotments

† Distinguish
between
ordinary
preference, etc.

Description of shares †			
A Number allotted	943,724		
B Nominal value of each	£ 1	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 943,724	£	£

§ Complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 30th November 1999], or

(b) [from 10 to 15]

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

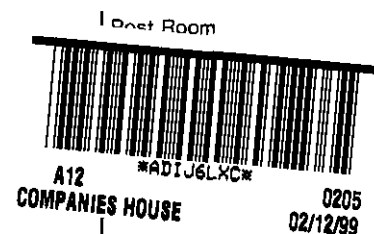
1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information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

Payne Hicks Beach
10 New Square
Lincoln's Inn
London
WC2A 3QG

DX: 40 LONDON/CHANCERY LANE
0171 465 4300

For official use



4. Names and addresses of allottees

Please do not write in the margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Legrand UK Limited Units 7 & 8 Foster Avenue Woodside Park Dunstable Beds LU5 5TA	943,724		
Total	943,724		

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 *J. P. W. J. J. J.* Designation ‡ Secretary Date 30 November 1999

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