

D90/COMP SEC/RQ  
28 March 2003



**Boots Group PLC**  
Company Secretary's Dept  
D90 West, Hub F20  
Nottingham, NG90 1BS  
Tel: 0115 968 7098  
Fax: 0115 968 7152  
ruth.quesnell@boots-plc.com

Office of International Corporate Finance  
Division of Washington  
D.C. 20549  
USA



**PROCESSED**

MAY 08 2003

THOMSON  
FINANCIAL

SUPPL

Dear Sirs

**Information pursuant to Rule 12g3-2(b) - FILE NUMBER 82-34701**

I enclose for filing certain public information for the period 6<sup>th</sup> February 2003 - 28<sup>th</sup> March 2003 relating to Boots Group PLC Company Number 4452715.

**Regulatory press announcements made by Boots Group PLC since February 6, 2003 to March 28, 2003**

1. Announcement dated February 6, 2003 regarding share repurchase programme.
2. Announcement dated February 7, 2003 regarding share repurchase programme.
3. Announcement dated February 10, 2003 regarding share repurchase programme.
4. Announcement dated February 12, 2003 regarding share repurchase programme.
5. Announcement dated February 13, 2003 regarding share repurchase programme.
6. Announcement dated February 14, 2003 regarding share repurchase programme.
7. Announcement dated February 17, 2003 regarding share repurchase programme.
8. Announcement dated February 18, 2003 regarding director shareholding.
9. Announcement dated February 18, 2003 regarding notification of directors interests.
10. Announcement dated February 18, 2003 regarding notification of interests of directors and connected persons.
11. Announcement dated February 18, 2003 regarding share repurchase programme.
12. Announcement dated February 19, 2003 regarding share repurchase programme.
13. Announcement dated February 20, 2003 regarding share repurchase programme.
14. Announcement dated February 21, 2003 regarding share repurchase programme.
15. Announcement dated February 26, 2003 regarding share repurchase programme.
16. Announcement dated February 27, 2003 regarding share repurchase programme.
17. Announcement dated February 27, 2003 regarding notification of interests of directors and connected persons.

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18. Announcement dated February 28, 2003 regarding notification of interests of directors and connected persons.
19. Announcement dated February 28, 2003 regarding share repurchase programme.
20. Announcement dated March 3, 2003 regarding notification of major interests in shares.
21. Announcement dated March 19, 2003 regarding director shareholding.
22. Announcement dated March 27, 2003 regarding pre-close trading statement.
23. Announcement dated March 28, 2003 regarding share repurchase programme.

**Documents filed by Boots Group PLC with the Registrar of Companies from February 6, 2003 to March 28 2003**

24. Form 88(2) in respect of the return of allotment of shares (dated 20 January 2003).
25. Form 288c in respect of a change of particulars of Howard Dodd (dated 10 March 2003).
26. Form 288c in respect of a change of particulars of John Buchanan (dated 20 December 2003).
27. Form 288b in respect of the resignation of Barry Clare as a director (dated 31 January 2003).
28. For 169 in respect of a return by a company purchasing its own shares (dated 11 February 2003).
29. For 169 in respect of a return by a company purchasing its own shares (dated 18 February 2003).
30. For 169 in respect of a return by a company purchasing its own shares (dated 21 February 2003).

I should be grateful if you would acknowledge receipt by stamping the enclosed copy of this letter and returning it to me in the envelope provided.

Should there be any queries, do not hesitate to contact me.

Yours faithfully



Ruth Quesnell  
Company Secretarial Assistant



D90/COMP SEC/RQ  
28 March 2003

**Boots Group PLC**  
Company Secretary's Dept  
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Tel: 0115 968 7098  
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Yours faithfully



Ruth Quesnell  
Company Secretarial Assistant

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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Purchase of Own Securities
<b>Released</b>	17:23 6 Feb 2003
<b>Number</b>	1884H

**6<sup>th</sup> February 2003**

**BOOTS GROUP PLC SHARE REPURCHASE PROGRAMME**

On 6<sup>th</sup> February 2003, Boots Group PLC acquired 1,000,000 ordinary shares in the company for cancellation. The price paid was 534.3656p per share. This brings the total number of shares purchased during this programme to 2,700,000.

END

END

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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Purchase of Own Securities
<b>Released</b>	17:27 7 Feb 2003
<b>Number</b>	2482H

7<sup>th</sup> February 2003

**BOOTS GROUP PLC SHARE REPURCHASE PROGRAMME**

On 7<sup>th</sup> February 2003, Boots Group PLC acquired 235,000 ordinary shares in the company for cancellation. The price paid was 536.6648p per share. This brings the total number of shares purchased during this programme to 18,122,427.

END

END



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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Purchase of Own Securities
<b>Released</b>	17:22 10 Feb 2003
<b>Number</b>	3062H

**10<sup>th</sup> February 2003**

#### BOOTS GROUP PLC SHARE REPURCHASE PROGRAMME

On 10<sup>th</sup> February 2003, Boots Group PLC acquired 1,000,000 ordinary shares in the company for cancellation. The price paid was 542.0750p per share. This brings the total number of shares purchased during this programme to 19,122,427.

END

END

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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Purchase of Own Securities
<b>Released</b>	17:17 12 Feb 2003
<b>Number</b>	4235H

12<sup>th</sup> February 2003

BOOTS GROUP PLC SHARE REPURCHASE PROGRAMME

On 12<sup>th</sup> February 2003, Boots Group PLC acquired 1,500,000 ordinary shares in the company for cancellation. The price paid was 540.3933p per share. This brings the total number of shares purchased during this programme to 20,622,427.

END

END



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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Purchase of Own Securities
<b>Released</b>	17:09 13 Feb 2003
<b>Number</b>	4823H

**13<sup>th</sup> February 2003**

**BOOTS GROUP PLC SHARE REPURCHASE PROGRAMME**

On 13<sup>th</sup> February 2003, Boots Group PLC acquired 1,000,000 ordinary shares in the company for cancellation. The price paid was 531.9753p per share. This brings the total number of shares purchased during this programme to 21,622,427.

END

END

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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Purchase of Own Securities
<b>Released</b>	17:28 14 Feb 2003
<b>Number</b>	5446H

14<sup>th</sup> February 2003

BOOTS GROUP PLC SHARE REPURCHASE PROGRAMME

On 14<sup>th</sup> February 2003, Boots Group PLC acquired 1,000,000 ordinary shares in the company for cancellation. The price paid was 536.0310p per share. This brings the total number of shares purchased during this programme to 22,622,427.

END

END

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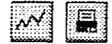


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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Purchase of Own Securities
<b>Released</b>	17:42 17 Feb 2003
<b>Number</b>	6119H

17<sup>th</sup> February 2003

BOOTS GROUP PLC SHARE REPURCHASE PROGRAMME

On 17<sup>th</sup> February 2003, Boots Group PLC acquired 240,000 ordinary shares in the company for cancellation. The price paid was 537.8290p per share. This brings the total number of shares purchased during this programme to 22,862,427.

END

END

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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Director Shareholding
<b>Released</b>	14:31 18 Feb 2003
<b>Number</b>	6472H

On 18th February 2003, Boots (Quest) Trustee Limited, a wholly owned subsidiary of Boots Group PLC ("the Company"), acting on behalf of The Boots Qualifying Employee Share Trust ("the Trust") transferred 4,576 ordinary shares of 25p each in the Company to employees who had exercised SAYE share options, at an average price of £4.46. This represents approximately 0.0005% of the current issued ordinary share capital of the Company.

The Trust is a discretionary trust for the benefit of employees and executive directors of the Company and is operated in connection with the Company's UK all-employee SAYE Share Option Scheme. Each executive director of the Company, as a potential beneficiary of the Trust is deemed to have an interest in the shares acquired by the Trust. The directors in question are: Mr. P. Bateman, Mr. H. Dodd, Mr. S.G. Russell, and Mr. A.P. Smith.

As a result of the transfer referred to above the number of shares held by the Trust in which they are deemed to be interested has reduced by 4,576.

END



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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Director Shareholding
<b>Released</b>	14:34 18 Feb 2003
<b>Number</b>	6474H

THE BOOTS COMPANY PLC

18<sup>th</sup> February 2003

### NOTIFICATION OF DIRECTORS INTERESTS

As at 18<sup>th</sup> February 2003, the number of ordinary shares of 25p each in the Company held by Boots ESOP Trust Limited (a wholly owned subsidiary of The Boots Company PLC incorporated in Jersey) ("the Company"), has reduced by 11,461 as a result of transfers to employees who have exercised their Share Awards under the Long Term Bonus Scheme. This represents approximately 0.0013% of the current issued ordinary share capital of the Company.

The Trust is a discretionary trust for the benefit of employees and executive directors of the Company. Each executive director of the Company, as a potential beneficiary of the Trust, is deemed to have an interest in the shares acquired by the Trust. The directors in question are: Mr. P. Bateman, Mr. H. Dodd, Mr. S.G. Russell and Mr. A.P. Smith.

As result of the transfers referred to above the number of shares held by the Trust in which they are deemed to be interested has reduced to 1,436,821 representing approximately 0.172% of the current issued ordinary share capital of the Company.

END



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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Director Shareholding
<b>Released</b>	14:44 18 Feb 2003
<b>Number</b>	6479H

### SCHEDULE 11

#### NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1) Name of company

The Boots Group PLC

2) Name of director

Stephen George RUSSELL

3) Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest

Shareholder named above

4) Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)

NatWest Pep Nominees Limited

5) Please state whether notification relates to a person(s) connected with the Director named in 2 above and identify the connected person(s)

No

6) Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary

PEP transaction - single company PEP - non-discretionary - Reinvestment of PEP dividend

7) Number of shares/amount of stock acquired

8

8) Percentage of issued class

Minimal

9) Number of shares/amount of stock disposed

Nil

10) Percentage of issued class

NA

11) Class of security

Ordinary shares of 25p each

12) Price per share

£5.345

13) Date of transaction

14<sup>th</sup> February 2003

14) Date company informed

18<sup>th</sup> February 2003

15) Total holding following this notification

273,721

16) Total percentage holding of issued class following this notification

0.032%

If a director has been granted options by the company please complete the following boxes

17) Date of grant

NA

18) Period during which or date on which exercisable

NA

19) Total amount paid (if any) for grant of the option

NA

20) Description of shares or debentures involved: class, number

NA

21) Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise

NA

22) Total number of shares or debentures over which options held following this notification

23) Any additional information

24) Name of contact and telephone number for queries

Sonia Fennell

0115 968 7094

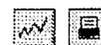
25) Name and signature of authorised company official responsible for making this notification

Michael Oliver

Company Secretary

Date of Notification. 18<sup>th</sup> February 2003.....

END



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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Purchase of Own Securities
<b>Released</b>	16:56 18 Feb 2003
<b>Number</b>	6634H

18<sup>th</sup> February 2003

BOOTS GROUP PLC SHARE REPURCHASE PROGRAMME

On 18<sup>th</sup> February 2003, Boots Group PLC acquired 680,000 ordinary shares in the company for cancellation. The price paid was 543.9526p per share. This brings the total number of shares purchased during this programme to 23,542,427.

END

END

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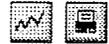
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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Purchase of Own Securities
<b>Released</b>	17:33 19 Feb 2003
<b>Number</b>	7245H

19<sup>th</sup> February 2003

BOOTS GROUP PLC SHARE REPURCHASE PROGRAMME

On 19<sup>th</sup> February 2003, Boots Group PLC acquired 920,000 ordinary shares in the company for cancellation. The price paid was 544.6445p per share. This brings the total number of shares purchased during this programme to 24,462,427.

END

END

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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Purchase of Own Securities
<b>Released</b>	17:25 20 Feb 2003
<b>Number</b>	7803H

**20<sup>th</sup> February 2003**

**BOOTS GROUP PLC SHARE REPURCHASE PROGRAMME**

On 20<sup>th</sup> February 2003, Boots Group PLC acquired 1,725,000 ordinary shares in the company for cancellation. The price paid was 544.1600p per share. This brings the total number of shares purchased during this programme to 26,187,427.

END

END

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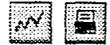
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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Purchase of Own Securities
<b>Released</b>	17:45 21 Feb 2003
<b>Number</b>	8400H

21<sup>st</sup> February 2003

**BOOTS GROUP PLC SHARE REPURCHASE PROGRAMME**

On 21<sup>st</sup> February 2003, Boots Group PLC acquired 465,000 ordinary shares in the company for cancellation. The price paid was 542.3460p per share. This brings the total number of shares purchased during this programme to 26,652,427.

END

END

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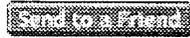


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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Purchase of Own Securities
<b>Released</b>	17:38 26 Feb 2003
<b>Number</b>	0349I

26<sup>th</sup> February 2003

BOOTS GROUP PLC SHARE REPURCHASE PROGRAMME

On 26<sup>th</sup> February 2003, Boots Group PLC acquired 1,000,000 ordinary shares in the company for cancellation. The price paid was 540.5740p per share. This brings the total number of shares purchased during this programme to 27,652,427.

END

END



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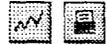


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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Purchase of Own Securities
<b>Released</b>	17:32 27 Feb 2003
<b>Number</b>	10151

27<sup>th</sup> February 2003

BOOTS GROUP PLC SHARE REPURCHASE PROGRAMME

On 27<sup>th</sup> February 2003, Boots Group PLC acquired 1,000,000 ordinary shares in the company for cancellation. The price paid was 539.4400p per share. This brings the total number of shares purchased during this programme to 28,652,427.

END

END



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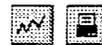


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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Director Shareholding
<b>Released</b>	11:07 27 Feb 2003
<b>Number</b>	0582I

### SCHEDULE 11

#### NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1) Name of company

Boots Group PLC

2) Name of directors

John Brian McGRATH

3) Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest

Director named in 2

4) Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)

John Brian McGRATH

5) Please state whether notification relates to a person(s) connected with the Director named in 2 above and identify the connected person(s)

Director

6) Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary

Dividend Reinvestment Plan

7) Number of shares/amount of stock acquired

46

8) Percentage of issued class

Minimal

9) Number of shares/amount of stock disposed

Nil

10) Percentage of issued class

11) Class of security

Ordinary Shares of 25p each

12) Price per share

£5.4019

13) Date of transaction

21st February 2003

14) Date company informed

27<sup>th</sup> February 2003

15) Total holding following this notification

2,979

16) Total percentage holding of issued class following this notification

Minimal

If a director has been granted options by the company please complete the following boxes

17) Date of grant

18) Period during which or date on which exercisable

19) Total amount paid (if any) for grant of the option

20) Description of shares or debentures involved: class, number

21) Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise

22) Total number of shares or debentures over which options held following this notification

23) Any additional information

24) Name of contact and telephone number for queries

Sonia Fennell

0115 968 7094

25) Name and signature of authorised company official responsible for making this notification

Sonia Fennell, Assistant Company Secretary

Date of Notification.....27<sup>th</sup> February 2003.....

END



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Company Boots Group PLC  
TIDM BOOT  
Headline Director Shareholding  
Released 09:15 28 Feb 2003  
Number 11261

## SCHEDULE 11

## NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1) Name of company

Boots Group PLC

2) Name of directors

Andrew Patrick SMITH

3) Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest

Director named in 2

4) Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)

Andrew Patrick SMITH

5) Please state whether notification relates to a person(s) connected with the Director named in 2 above and identify the connected person(s)

Director

6) Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary

Dividend Reinvestment Plan

7) Number of shares/amount of stock acquired

28

8) Percentage of issued class

Minimal

9) Number of shares/amount of stock disposed

Nil

10) Percentage of issued class

11) Class of security

Ordinary Shares of 25p each

12) Price per share

£5.4019

13) Date of transaction

21st February 2003

14) Date company informed

27<sup>th</sup> February 2003

15) Total holding following this notification

91,469

16) Total percentage holding of issued class following this notification

Minimal

If a director has been granted options by the company please complete the following boxes

17) Date of grant

18) Period during which or date on which exercisable

19) Total amount paid (if any) for grant of the option

20) Description of shares or debentures involved: class, number

21) Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise

22) Total number of shares or debentures over which options held following this notification

23) Any additional information

24) Name of contact and telephone number for queries

Sonia Fennell

0115 968 7094

25) Name and signature of authorised company official responsible for making this notification

Sonia Fennell, Assistant Company Secretary

Date of Notification.....27<sup>th</sup> February 2003.....

END



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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Purchase of Own Securities
<b>Released</b>	17:39 28 Feb 2003
<b>Number</b>	16771

**28<sup>th</sup> February 2003**

**BOOTS-GROUP-PLC SHARE REPURCHASE PROGRAMME**

On 28<sup>th</sup> February 2003, Boots Group PLC acquired 788,000 ordinary shares in the company for cancellation. The price paid was 541.7610p per share. This brings the total number of shares purchased during this programme to 29,440,427.

END

END

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Full Text Announcement



<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Holding(s) in Company
<b>Released</b>	16:24 3 Mar 2003
<b>Number</b>	22161

SCHEDULE 10

NOTIFICATION OF MAJOR INTERESTS IN SHARES

1) Name of company

Boots Group PLC

2) Name of shareholder having a major interest

Prudential PLC

3) Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is holding of that person's spouse or children under the age of 18

In respect of shareholder named in 2

4) Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them

N/A

5) Number of shares/amount of stock acquired

N/A

6) Percentage of issued class

N/A

7) Number of shares/amount of stock disposed

N/A

8) Percentage of issued class

N/A

9) Class of security

Ordinary shares of 25p

10) Date of transaction

NA

11) Date company informed

3<sup>rd</sup> March 2003

12) Total holding following this notification

Not disclosed

13) Total percentage holding of issued class following this notification

Less than 3%

14) Any additional information

Prudential PLC have advised the Company that they no longer have a notifiable interest in the Company

15) Name of contact and telephone number for queries

Sonia Fennell 0115 968 7094

16) Name and signature of authorised company official responsible for making this notification

Sonia Fennell, Assistant Company Secretary

Date of notification .....3<sup>rd</sup> March 2003....

END

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<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Director Shareholding
<b>Released</b>	15:37 19 Mar 2003
<b>Number</b>	95261

On 19th March 2003, Boots (Quest) Trustee Limited, a wholly owned subsidiary of Boots Group PLC ("the Company"), acting on behalf of The Boots Qualifying Employee Share Trust ("the Trust") transferred 11,368 ordinary shares of 25p each in the Company to employees who had exercised SAYE share options, at an average price of £4.51. This represents approximately 0.0014% of the current issued ordinary share capital of the Company.

The Trust is a discretionary trust for the benefit of employees and executive directors of the Company and is operated in connection with the Company's UK all-employee SAYE Share Option Scheme. Each executive director of the Company, as a potential beneficiary of the Trust is deemed to have an interest in the shares acquired by the Trust. The directors in question are: Mr. P. Bateman, Mr. H. Dodd, Mr. S.G. Russell, and Mr. A.P. Smith.

As a result of the transfer referred to above the number of shares held by the Trust in which they are deemed to be interested has reduced by 11,368.

END

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## Full Text Announcement



<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Trading Statement
<b>Released</b>	07:00 27 Mar 2003
<b>Number</b>	2622J

### Boots Group PLC

#### Pre-Close Trading Update and Strategic Actions

Boots Group PLC will announce its full-year results on 5<sup>th</sup> June 2003 and will be speaking with analysts this week ahead of the close period.

The company is announcing today a number of actions in pursuit of its strategy of increasing focus on the core businesses, Boots The Chemists and Boots Healthcare International. The most important of these are the proposed withdrawal from all Wellbeing Services except for 'Dentalcare' and the closure or rationalisation of the European and Asia Pacific operations of Boots Retail International. These actions will substantially improve future trading performance and reduce the need for further investment in these ventures. They also underline the company's determination to invest only where there is clear potential to provide an appropriate return to shareholders.

#### Trading Update

Quarter four sales in Boots The Chemists have continued the stronger growth trend seen in quarter two and quarter three with increases in total sales estimated at 3.8% or 3.6% like for like. The late Easter this year is estimated to have reduced sales growth in the quarter by 0.4%. Sales growth for the second half is estimated at 6.2% or 5.9% like for like.

Gross margins in the fourth quarter are at approximately the same levels as last year before the reversal of one-off favourable stock adjustments in the prior year which increased gross margin substantially. As anticipated, gross margins for the year are lower due to higher levels of pricing and promotional activity and changes to sales mix.

Boots Healthcare International has continued the strong performance reported in the first half with sales growth of around 13% at comparable exchange rates in the second half. Performance of the Clearasil brand continues to improve in response to increased marketing support and the launch of new lines.

Management anticipates delivering full year profit before tax and exceptional items towards the lower end of market expectations before taking account of the cost of the strategic actions detailed below.

#### Strategic Actions

In continuing to focus on Boots The Chemists and Boots Healthcare International the company is today announcing the proposed withdrawal from Wellbeing Services. Boots will, however, continue to offer 'Dentalcare' and 'Footcare' services in 56 locations around the UK. Changes to these businesses were announced in February to bring them more rapidly to profitability. This proposed closure is expected to incur total costs of £34m of which £16m relates to asset write-offs. Boots Opticians including 'LASIK' is unaffected by the changes to Wellbeing Services.

Following the decision not to roll out the 'Pure Beauty' concept, the six existing stores will either be closed or converted into Boots The Chemists formats.

The company also intends closing the residual, loss-making European operations of Boots Retail International whilst concentrating on the improving business in the Far East based on the low-cost implant model for export sales. Costs of around £6m would be incurred in closing the European operations and in simplifying the supply chain in Taiwan. £3m relates to asset write-offs.

The total cost of all new actions announced today is expected to be £55m of which £30m relates to asset write-offs.

All these costs would be recognised in the current year, with the exception of an asset write-off relating to Pure Beauty. The costs described above, relating to the closure of Wellbeing Services, would be accounted for as an exceptional item. It is anticipated that these actions will improve trading profit by around £22m in 2003/04 and each year thereafter.

These actions follow the decision to terminate the Sainsbury's trial and the changes to the operating model for 'Dentalcare', announced in February. The company also announced the early start of the £100m cost reduction programme with the proposed closure of the Airdrie factory.

By the end of March the company will have returned almost half of the £395m net proceeds from the sale of Halfords through its share buy-back programme. It completed the previous £300m programme in September 2002.

**Ends**

### Notes to Editors

#### Wellbeing Services Centres

12 centres based in Oxford, Reading, Milton Keynes, Manchester, London (Oxford Street and High Street, Kensington), Leeds, Birmingham, Cambridge, Tunbridge Wells, Greenford and Nottingham.

The first centres opened in High Street, Kensington and Milton Keynes in September 2000.

#### Pure Beauty

Six stores in Manchester, Chester, Richmond and London (Covent Garden, Oxford Street and Canary Wharf).

First opened in September 2001.

For further information please contact:	
<b>Investor Relations</b>	<b>Media</b>
Peter Baguley	Katie Macdonald-Smith
Tel: +44 (0) 115 968 7171	Tel: +44 (0) 115 968 7029
	Mobile: +44 (0) 7799 894 260

END



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Full Text Announcement

Share Repurchase Programme

31/03/2003



<b>Company</b>	Boots Group PLC
<b>TIDM</b>	BOOT
<b>Headline</b>	Purchase of Own Securities
<b>Released</b>	17:12 27 Mar 2003
<b>Number</b>	3127J

27<sup>th</sup> March 2003

BOOTS GROUP PLC SHARE REPURCHASE PROGRAMME

On 27<sup>th</sup> March 2003, Boots Group PLC acquired 125,000 ordinary shares in the company for cancellation. The price paid was 545.1200p per share. This brings the total number of shares purchased during this programme to 36,250,427.

END

END

Close



Package: 'Laserform'  
by Laserform International Ltd.

Book List

88(2)

Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP025

Company Number

04452715

Company name in full

BOOTS GROUP PLC

Shares allotted (including bonus shares):

Date or period during which shares were allotted

From To

Day	Month	Year	Day	Month	Year
20	01	2003			

\*Shares were allotted on one date  
or that date in the "from" box!

Class of shares  
(ordinary or preference etc)

ORDINARY

Number allotted

836,022,389

Nominal value of each share

25 PENCE

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

SEE BELOW

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)

TRANSFER OF SHARES IN THE BOOTS COMPANY PLC PURSUANT TO A SCHEME OF ARRANGEMENT DATED 19 NOVEMBER 2002

AND AN ORDER OF THE HIGH COURT OF JUSTICE MADE ON 16 JANUARY 2003

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

COMPANIES HOUSE  
A24  
COMPANIES HOUSE

24/1/03  
0463  
21/01/03

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

Shareholder details	Shares and share class allotted	
Name SEE SCHEDULE PROVIDED ON CD ROM	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode		

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

Signed

*Mya*

Date

20 JANUARY 2003

~~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.

Slaughter and May (Ref: AJRN/SZM)

One Bunhill Row, London, EC1Y 8YY

Tel : 020 7600 1200

DX number

DX exchange



# 288c

Please complete in typescript,  
or in bold black capitals

## CHANGE OF PARTICULARS for director or secretary (NOT for appointment (use Form 288a) or resignation (use Form 288b))

CHFP029

Company Number

4452715

Company Name in full

Boots Group PLC

Day Month Year

Date of change of particulars

1 0 0 3 2 0 0 3

Changes of  
particulars  
form

Complete in all cases

Name \*Style / Title

MR

\*Honours etc

Forename(s)

HOWARD

Surname

DODD

Day Month Year

† Date of Birth

0 4 0 4 1 9 5 9

Change of name  
(enter new name)

Forename(s)

Surname

Change of usual residential address  
(enter new address)

FLAT 4, 2 WESTERN TERRACE

Post town

NOTTINGHAM

County / Region

Postcode

NG7 1AF

Country

ENGLAND

Other change

(please specify)

A serving director, secretary etc must sign the form below.

Signed

Date

17.3.03

\* Voluntary details.

† Directors only.

\*\*Delete as appropriate.

(\*\* director / secretary / administrator / administrative receiver / receiver manager / receiver)

SONIA FENNEL, BOOTS GROUP PLC, GROUP HEADQUARTERS, NOTTINGHAM, ., NG2 3AA

Tel 0115-968 7094

DX number 712061

DX exchange BEESTON 2

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 or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 235 Edinburgh

Empty box for additional information or notes.



# 288c

## CHANGE OF PARTICULARS for director or secretary (NOT for appointment (use Form 288a) or resignation (use Form 288b))

Please complete in typescript, or in bold black capitals.

CHWP000

Company Number **04452715**

Company Name in full **Boots Group PLC**

### Changes of particulars form

Complete in all cases

Date of change of particulars **2 0 1 2 2 0 0 2**  
Day Month Year

Name \*Style / Title **Dr** \*Honours etc

Forename(s) **John Gordon St. Clair**

Surname **Buchanan**

† Date of Birth **0 9 0 6 1 9 4 3**  
Day Month Year

Change of name (enter new name) Forename(s) **n/a**

Surname **n/a**

### Change of usual residential address ††

(enter new address)

**15 Stanhope Gate**

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985  Post town **London**

County / Region

Postcode **W1K 1LN**

Country **UK**

Other change (please specify) **n/a**

A serving director, secretary etc must sign the form below.

Signed **WJC** Date **26 FEB 2003**

(\*\* director / secretary / administrator / administrative receiver / receiver manager / receiver)

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record..

Tel  
DX number DX exchange

Companies House receipt date barcode

This form has been provided free of charge by Companies House

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



# 288b

Please complete in typescript,  
or in bold black capitals

## Terminating appointment as director or secretary (NOT for appointment (use Form 288a) or change of particulars (use Form 288c))

CHFP029

Company Number

Company Name in full

Date of termination of appointment

Day		Month		Year		
3	1	0	1	2	0	0

as director

as secretary

Please mark the appropriate box. If terminating appointment as a director and secretary mark both boxes.

Please insert details as previously notified to Companies House.

NAME

\*Style / Title

\*Honours etc

Forename(s)

Surname

†Date of Birth

Day		Month		Year		
2	5	0	6	1	9	5

A serving director, secretary etc must sign the form below.

\* Voluntary details.  
† Directors only.  
\*\* Delete as appropriate

Signed

Date

(\*\* serving director / secretary / administrator / administrative receiver / receiver manager / receiver)

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.

SONIA FENNELL, THE BOOTS COMPANY PLC, GROUP HEADQUARTERS, NOTTINGHAM, ... NG2 3AA

Tel 0115-968 7094

DX number 712061      DX exchange BEESTON 2

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    or  
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
for companies registered in Scotland    DX 225 7 11 1

# G

COMPANIES FORM No. 169

Return by a company purchasing its own shares

# 169

CHFP029

Please do not write in this margin

Pursuant to section 169 of the Companies Act 1985

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

To the Registrar of Companies  
(Address overleaf)

For official use

Company number

4452715

Name of company

\* insert full name of company

\* BOOTS GROUP PLC

This return must be delivered to the Registrar within a period of 28 days beginning with the first date on which shares to which it relates were delivered to the company

Shares were purchased by the company under section 162 of the above Act as follows:

Class of shares	Ordinary	Ordinary	Ordinary
Number of shares purchased	1,000,000	700,000	1,000,000
Nominal value of each share	0.25	0.25	0.25
Date(s) on which the shares were delivered to the company	07/02/2/03	10/02/03	11/02/03
Maximum prices paid \$ for each share	£5.3080	£5.2854	£5.3437
Minimum prices paid \$ for each share	£5.3080	£5.2854	£5.3437

§ A private company is not required to give this information

The aggregate amount paid by the company for the shares to which this return relates was: £ 14,376,535.00

Stamp Duty is payable on the aggregate amount at the rate of 1/2 % rounded up to the nearest multiple of £5 £ 71,885

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

Signed *Sonia Fennell*

Designation ‡ *Asst Sec*

Date *10<sup>th</sup> March 2003*

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

SONIA FENNELL  
BOOTS GROUP PLC  
GROUP HEADQUARTERS

For official Use  
General Section

Post room

1. Before this form is delivered to Companies House it must be "stamped" by an Inland Revenue Stamp Office to confirm that the appropriate amount of Stamp Duty has been paid. Inland Revenue Stamp Offices are located at:

Birmingham Stamp Office  
5th Floor  
Norfolk House  
Smallbrook Queensway  
Birmingham B5 4LA

Bristol Stamp Office  
The Pithay  
All Saints Street  
Bristol  
BS1 2NY

Manchester Stamp Office  
Alexandra House  
Parsonage  
Manchester  
M60 9BT

DX: 15001 Birmingham 1  
Tel: 0121 633 3313

DX: 7899 Bristol 1  
Tel: 0117 927 2022

DX: 14430 Manchester  
Tel: 0161 476 1741

Newcastle Stamp Office  
15th Floor, Cale Cross House  
156 Pilgrim Street  
Newcastle Upon Tyne  
NE1 6TF

Edinburgh Stamp Office  
Mulberry House  
16 Picardy Place  
Edinburgh  
EH1 3NF

DX: 61021 Newcastle Upon Tyne  
Tel: 0191 261 1199

DX: ED 303 Edinburgh 1  
Tel: 0131 556 8998

London Stamp Office  
(Personal callers only)  
South West Wing  
Bush House  
Strand  
London WC2B 4QN

Worthing Stamp Office  
(Postal application only)  
Ground Floor  
East Block  
Barrington Road  
Worthing BN12 4SE

Tel: 0171 438 7252/7452

DX: 3799 Worthing 1  
Tel: 01903 508962

Cheques for Stamp Duty must be made payable to "Inland Revenue - Stamp Duties" and crossed "Not Transferable".

**NOTE. This form must be presented to an Inland Revenue Stamp Office for stamping together with the payment of duty within 30 days of the allotment of shares, otherwise Inland Revenue penalties may be incurred.**

2. After this form has been "stamped" and returned to you by the Inland Revenue it must be delivered to Companies House within one month of the shares being purchased. The form must be sent to:

For companies registered in:

England or Wales:

The Registrar of Companies  
Companies House  
Crown Way  
Cardiff  
CF14 3UZ

DX:33050 Cardiff

Scotland:

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

DX:235 Edinburgh

# G

## COMPANIES FORM No. 169

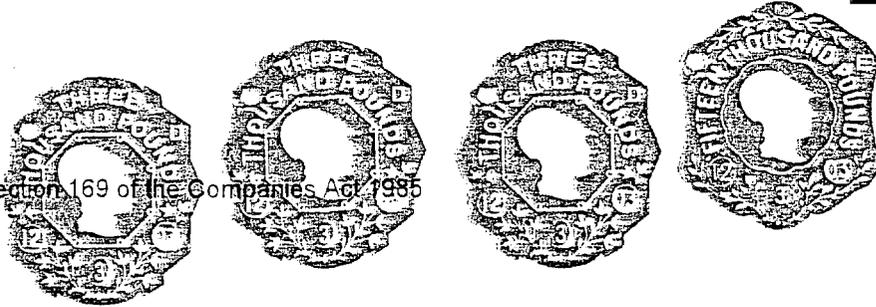
### Return by a company purchasing its own shares

# 169

CHFP029

Please do not write in this margin

Pursuant to section 169 of the Companies Act 1985



Please do not write in the space below for Inland Revenue use only

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

To the Registrar of Companies  
(Address overleaf)

For official use

Company number

4452715

Name of company

\* insert full name of company

\* BOOTS GROUP PLC

This return must be delivered to the Registrar within a period of 28 days beginning with the first date on which shares to which it relates were delivered to the company

Shares were purchased by the company under section 162 of the above Act as follows:

Class of shares	Ordinary	Ordinary	Ordinary
Number of shares purchased	235,000	1,000,000	1,500,000
Nominal value of each share	0.25	0.25	0.25
Date(s) on which the shares were delivered to the company	12/02/2/03	13/02/03	18/02/03
Maximum prices paid \$ for each share	£5.3667	£5.4207	£5.4039
Minimum prices paid \$ for each share	£5.3667	£5.4207	£5.4039

§ A private company is not required to give this informaton

The aggerate amount paid by the company for the shares to which this return relates was:	£ 14,813,693.41
Stamp Duty is payable on the aggregate amount at the rate of 1/2 % rounded up to the nearest multiple of £5	£ 74,070

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

Signed *Sonia Fennell*

Designation *Asst Sec*

Date *10<sup>th</sup> March 2003*

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

SONIA FENNELL  
BOOTS GROUP PLC  
GROUP HEADQUARTERS

For official Use  
General Section

Post room

1. Before this form is delivered to Companies House it must be "stamped" by an Inland Revenue Stamp Office to confirm that the appropriate amount of Stamp Duty has been paid. Inland Revenue Stamp Offices are located at:

Birmingham Stamp Office  
5th Floor  
Norfolk House  
Smallbrook Queensway  
Birmingham B5 4LA

Bristol Stamp Office  
The Pithay  
All Saints Street  
Bristol  
BS1 2NY

Manchester Stamp Office  
Alexandra House  
Parsonage  
Manchester  
M60 9BT

DX: 15001 Birmingham 1  
Tel: 0121 633 3313

DX: 7899 Bristol 1  
Tel: 0117 927 2022

DX: 14430 Manchester  
Tel: 0161 476 1741

Newcastle Stamp Office  
15th Floor, Cale Cross House  
156 Pilgrim Street  
Newcastle Upon Tyne  
NE1 6TF

Edinburgh Stamp Office  
Mulberry House  
16 Picardy Place  
Edinburgh  
EH1 3NF

DX: 61021 Newcastle Upon Tyne  
Tel: 0191 261 1199

DX: ED 303 Edinburgh 1  
Tel: 0131 556 8998

London Stamp Office  
(Personal callers only)  
South West Wing  
Bush House  
Strand  
London WC2B 4QN

Worthing Stamp Office  
(Postal application only)  
Ground Floor  
East Block  
Barrington Road  
Worthing BN12 4SE

Tel: 0171 438 7252/7452

DX: 3799 Worthing 1  
Tel: 01903 508962

Cheques for Stamp Duty must be made payable to "Inland Revenue - Stamp Duties" and crossed "Not Transferable".

**NOTE. This form must be presented to an Inland Revenue Stamp Office for stamping together with the payment of duty within 30 days of the allotment of shares, otherwise Inland Revenue penalties may be incurred.**

2. After this form has been "stamped" and returned to you by the Inland Revenue it must be delivered to Companies House within one month of the shares being purchased. The form must be sent to:

For companies registered in:

England or Wales:

The Registrar of Companies  
Companies House  
Crown Way  
Cardiff  
CF14 3UZ

DX:33050 Cardiff

Scotland:

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

DX:235 Edinburgh

# G

COMPANIES FORM No. 169

Return by a company purchasing its own shares

# 169

CHFP029

Please do not write in this margin

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

\* insert full name of company

**N**  
This return must be delivered to the Registrar within a period of 28 days beginning with the first date on which shares to which it relates were delivered to the company

§ A private company is not required to give this information

Pursuant to section 169 of the Companies Act 1985

To the Registrar of Companies  
(Address overleaf)

For official use

Company number

4452715

Name of company

\* **BOOTS GROUP PLC**

Shares were purchased by the company under section 162 of the above Act as follows:

Class of shares	Ordinary	Ordinary	Ordinary
Number of shares purchased	2,000,000	240,000	680,000
Nominal value of each share	0.25	0.25	0.25
Date(s) on which the shares were delivered to the company	19/02/2/03	20/02/03	21/02/03
Maximum prices paid § for each share	£5.3603	£5.3783	£5.4395
Minimum prices paid § for each share	£5.3197	£5.3783	£5.4395

The aggregate amount paid by the company for the shares to which this return relates was: £ 15,697,155.45

Stamp Duty is payable on the aggregate amount at the rate of ½ % rounded up to the nearest multiple of £5 £ 78,490

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

Signed

Designation ‡

Asst Sec.

Date 10<sup>th</sup> March 2003

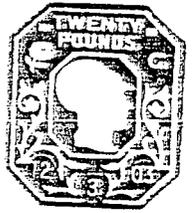
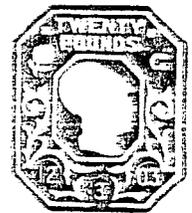
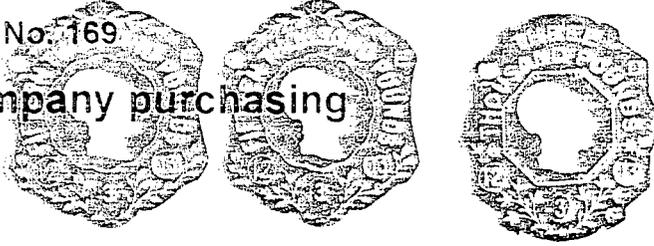
Presenter's name address and reference (if any) :

SONIA FENNELL  
BOOTS GROUP PLC  
GROUP HEADQUARTERS  
NOTTINGHAM  
AVONDALE

For official Use  
General Section

Post room

Please do not write in the space below. For Inland Revenue use only.



1. Before this form is delivered to Companies House it must be "stamped" by an Inland Revenue Stamp Office to confirm that the appropriate amount of Stamp Duty has been paid. Inland Revenue Stamp Offices are located at:

Birmingham Stamp Office  
5th Floor  
Norfolk House  
Smallbrook Queensway  
Birmingham B5 4LA

Bristol Stamp Office  
The Pithay  
All Saints Street  
Bristol  
BS1 2NY

Manchester Stamp Office  
Alexandra House  
Parsonage  
Manchester  
M60 9BT

DX: 15001 Birmingham 1  
Tel: 0121 633 3313

DX: 7899 Bristol 1  
Tel: 0117 927 2022

DX: 14430 Manchester  
Tel: 0161 476 1741

Newcastle Stamp Office  
15th Floor, Cale Cross House  
156 Pilgrim Street  
Newcastle Upon Tyne  
NE1 6TF

Edinburgh Stamp Office  
Mulberry House  
16 Picardy Place  
Edinburgh  
EH1 3NF

DX: 61021 Newcastle Upon Tyne  
Tel: 0191 261 1199

DX: ED 303 Edinburgh 1  
Tel: 0131 556 8998

London Stamp Office  
(Personal callers only)  
South West Wing  
Bush House  
Strand  
London WC2B 4QN

Worthing Stamp Office  
(Postal application only)  
Ground Floor  
East Block  
Barrington Road  
Worthing BN12 4SE

Tel: 0171 438 7252/7452

DX: 3799 Worthing 1  
Tel: 01903 508962

Cheques for Stamp Duty must be made payable to "Inland Revenue - Stamp Duties" and crossed "Not Transferable".

**NOTE. This form must be presented to an Inland Revenue Stamp Office for stamping together with the payment of duty within 30 days of the allotment of shares, otherwise Inland Revenue penalties may be incurred.**

2. After this form has been "stamped" and returned to you by the Inland Revenue it must be delivered to Companies House within one month of the shares being purchased. The form must be sent to:

For companies registered in:

England or Wales:

The Registrar of Companies  
Companies House  
Crown Way  
Cardiff  
CF14 3UZ

DX:33050 Cardiff

Scotland:

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

DX:235 Edinburgh