

Resolution plc  
1 Wythall Green Way  
Wythall  
Birmingham  
B47 6WG

RECEIVED

2008 APR 28 A 8:15

OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

tel 0870 887 0001  
fax 0870 887 0002  
www.resolutionplc.com

11 April 2008

Securities and Exchange Commission  
Office of International Corporate Finance  
Mail Stop 3 -2  
450 Fifth Street, N.W.  
Washington, D.C. 20549  
USA



SUPL

PROCESSED

APR 30 2008

THOMSON REUTERS

Re: Resolution plc – Rule 12g3-2(b) Exemption

SEC File Number 82-35079

Dear Sirs

I herewith submit documents required to be furnished to you to maintain the Company's exemption pursuant to Rule 12g3-2(b) (the "Rule") under the Securities Exchange Act of 1934, as amended (the "Exchange Act") from the registration requirements of Section 12(g) of the Exchange Act.

Please find hereto attached documentation and Appendix covering information that has been filed with Companies House. This submission covers the period from 1 March 2008 to 31 March 2008 and supplements the information that the company has made public, filed and distributed since it applied for an exemption under the Rule on 21 March 2007.

As stated in paragraph (b)(5) of the Rule, the information and documents being furnished hereby pursuant to paragraph (b)(1) of the Rule are being furnished with the understanding that such information and documents will not be deemed "filed" with the SEC or otherwise be subject to the liabilities of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of such documents and information constitutes an admission for any purpose that the Company is subject to the Exchange Act or otherwise seeks the benefits or protections of the U.S. legal system.

As previously notified from 5 July 2007 all information that has been made public by the Company and announcements filed with the London Stock Exchange will be available at Resolution plc's website under the Investor Section; this information can be obtained by using the following links :-

*Handwritten signature and date: [Signature] 4/28*

London Stock Exchange announcements	<a href="http://www.resolutionplc.com/investor_rns.shtml">http://www.resolutionplc.com/investor_rns.shtml</a>
Results announcements	<a href="http://www.resolutionplc.com/investor_results2007.shtml">http://www.resolutionplc.com/investor_results2007.shtml</a>
Annual report and accounts	<a href="http://www.resolutionplc.com/investor_resolutionannualreports.shtml">http://www.resolutionplc.com/investor_resolutionannualreports.shtml</a>
Equity and debt investor library	<a href="http://www.resolutionplc.com/investor_library.shtml">http://www.resolutionplc.com/investor_library.shtml</a>
Merger Information	<a href="http://www.resolutionplc.com/investor_fp_mergerinformation.shtml">http://www.resolutionplc.com/investor_fp_mergerinformation.shtml</a>
Annual general meeting information	<a href="http://www.resolutionplc.com/investor_annualgeneralmeeting.shtml">http://www.resolutionplc.com/investor_annualgeneralmeeting.shtml</a>
Financial calendar	<a href="http://www.resolutionplc.com/investor_financialcalendar.shtml">http://www.resolutionplc.com/investor_financialcalendar.shtml</a>
Dividends	<a href="http://www.resolutionplc.com/investor_dividendhistory2007.shtml">http://www.resolutionplc.com/investor_dividendhistory2007.shtml</a>

For filings made to Companies House these will be continued to be supplied on a monthly basis via hard copy unless significant information is disclosed in the interim, in which case a further submission will be made as soon as practicable.

If there are any queries regarding this return please do not hesitate to contact me.



**Steven Watts**  
**Assistant Company Secretary**  
**Resolution PLC**

Direct Dial                      01564 204339  
Fax Number                      01564 828811  
E-mail                              [steven.watts@resolutionplc.com](mailto:steven.watts@resolutionplc.com)

**APPENDIX A**

**MATERIAL MADE PUBLIC, FILED OR DISTRIBUTED BY THE COMPANY OR ITS  
PREDECESSORS FROM 1 MARCH 2008 TO 31 MARCH 2008**

*Appendix A1: Press Releases*

<b>Release Date</b>	<b>Title</b>
NA	Available on the website at <a href="http://www.resolutionplc.com/investor.jsp">http://www.resolutionplc.com/investor.jsp</a> .

*Appendix A2: Companies House Filings*

<b>Date Filed</b>	<b>Document Type</b>	<b>Companies House Filing</b>
26 March 2008	88(2)	Allotment of Shares
26 March 2008	88(2)	Allotment of Shares

*Appendix A3: Other Public Disclosures*

<b>Date Released</b>	<b>Filing Entity</b>	<b>Announcement Type</b>
NA	Resolution plc	Available on the website at <a href="http://www.resolutionplc.com/investor.jsp">http://www.resolutionplc.com/investor.jsp</a>

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CORPORATE FINANCE



Companies House

— for the record —

# 88(2)

(Revised 2005)

Please complete in typescript, or in bold black capitals.

CHW P000

Company Number

3524909

## Return of Allotment of Shares

Company name in full

Resolution plc

### Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

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					
1	4	0	3	2	0	0	8				

Class of shares  
(ordinary or preference etc)

Number allotted

Nominal value of each share

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

Ordinary	Ordinary	Ordinary
869	378	451
£0.05	£0.05	£0.05
£4.5476	£5.15	£3.4282

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

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

% that each share is to be treated as paid up

% (if any) that each share is to be paid up in cash


Consideration for which the shares were allotted

(This information must be supported by the original or a certified copy of the contract or by Form 88(3) if the contract is not in writing)


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  
for companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
for companies registered in Scotland

DX 33050 Cardiff

DX 235 Edinburgh  
or LP - 4 Edinburgh 2

Shareholder details <i>(list joint allottees as one shareholder)</i>	Shares and share class allotted	
Name(s) Mrs Dorothy Smith	Class of shares allotted	Number allotted
Address 25 Main Street, Gowdall, Nr Goole, East Yorkshire	Ordinary	968
UK Postcode D N 1 4 0 A G	<del>Ordinary</del>	
	<del>Ordinary</del>	
Name(s) Graeme Cluskey	Class of shares allotted	Number allotted
Address 16 Redmain Way, Croxteth Park, Liverpool	Ordinary	730
UK Postcode L 1 2 0 L U		
Name(s)	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK Postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK Postcode		

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

Signed

*[Signature]*

Date

20.3.08

\*\* A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

\*\* Please delete as appropriate

**Contact Details**

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.

Alison Ricketts, Resolution plc	
1 Wythall Green Way, Wythall, Birmingham B13 0US	
Tel 01564 202670	
DX number	DX exchange



**Companies House**  
for the record

# 88(2)

(Revised 2005)

## Return of Allotment of Shares

Please complete in typescript, or  
in bold black capitals.

CHW P000

Company Number

3524909

Company name in full

Resolution plc

### Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

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

1	4	0	3	2	0	0	7
---	---	---	---	---	---	---	---

--	--	--	--	--	--	--	--

Class of shares  
(ordinary or preference etc)

Number allotted

Nominal value of each share

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

Ordinary		
3277		
£0.05		
£1.0757		

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

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

% that each share is to be  
treated as paid up

% (if any) that each share  
is to be paid up in cash


Consideration for which  
the shares were allotted

(This information must be supported by  
the original or a certified copy of the  
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DX 33050 Cardiff

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or

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

DX 235 Edinburgh

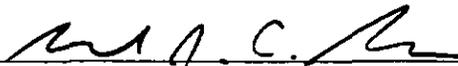
for companies registered in Scotland

or LP - 4 Edinburgh 2

Shareholder details <i>(list joint allottees as one shareholder)</i>	Shares and share class allotted	
Name(s) Terry Powney <hr/> Address 99 Bevan Lee Road, Cannock, Staffordshire <hr/> UK Postcode W S 1 1 2 P U	Class of shares allotted Ordinary	Number allotted 3277
Name(s) <hr/> Address <hr/> UK Postcode	Class of shares allotted	Number allotted
Name(s) <hr/> Address <hr/> UK Postcode	Class of shares allotted	Number allotted
Name(s) <hr/> Address <hr/> UK Postcode	Class of shares allotted	Number allotted
Name(s) <hr/> Address <hr/> UK Postcode	Class of shares allotted	Number allotted

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

Signed



Date

20.3.08

\*\* A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

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Alison Ricketts, Resolution plc	
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Tel 01564 202670	
DX number	DX exchange

**END**