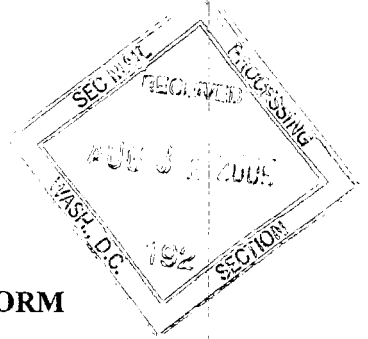


UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form CB/A



TENDER OFFER / RIGHTS OFFERING NOTIFICATION FORM  
(AMENDMENT NO. 1)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to file this Form:

- Securities Act Rule 801 (Rights Offering)
- Securities Act Rule 802 (Exchange Offer)
- Exchange Act Rule 13e-4(h)(8) (Issuer Tender Offer)
- Exchange Act Rule 14d-1(c) (Third Party Tender Offer)
- Exchange Act Rule 14e-2(d) (Subject Company Response)



Filed or submitted in paper if permitted by Regulation S-T Rule 101(b)(7)

Aberdeen Asset Management PLC

(Name of Subject Company)

Not applicable

(Translation of Subject Company's Name into English (if applicable))

Scotland

Jurisdiction of Subject Company's Incorporation or Organization)

PROCESSED  
SEP 02 2005  
THOMSON  
FINANCIAL

Aberdeen Asset Management PLC

(Name of Person(s) Furnishing Form)

Ordinary Shares par value 10p each

(Title of Class of Subject Securities)

Not applicable

(CUSIP Number of Class of Securities (if applicable))

Scott Edward Massie  
Company Secretary  
Aberdeen Asset Management PLC  
10 Queen's Terrace  
Aberdeen, AB10 Y1G Scotland UK  
011-44-(0)1224-631999

(Name, Address (including zip code) and Telephone Number (including area code) of Person(s) Authorized to Receive Notices and Communications on Behalf of Subject Company)

August 12, 2005

(Date Tender Offer / Rights Offering Commenced)

**PART I**  
**INFORMATION SENT TO SECURITY HOLDERS**

**Item 1. Home Jurisdiction Documents**

(a) The following documents have been delivered to holders of securities or published in the home jurisdiction of Aberdeen Asset Management PLC (the "Company") and are required to be disseminated to U.S. security holders or published in the United States:

- Prospectus of the Company dated August 12, 2005, a copy of which was furnished as Exhibit I.(1) to the Form CB of the Company dated August 15, 2005 (the "Form CB") and is incorporated herein by reference;
- Circular of the Company dated August 12, 2005, a copy of which was furnished as Exhibit I.(2) to the Form CB and is incorporated herein by reference; and
- Provisional Allotment Letter of the Company dated August 31, 2005, a copy of which is furnished as Exhibit I.(3) to this Amendment No. 1 to the Form CB.

(b) Not applicable.

**Item 2. Informational Legends**

A legend complying with Rule 801(b) under the Securities Act of 1933, as amended, is included in (i) the Prospectus furnished as Exhibit I.(1) to the Form CB and incorporated herein by reference, (ii) the Circular furnished as Exhibit I.(2) to the Form CB and incorporated herein by reference, and (iii) the Provisional Allotment Letter furnished as Exhibit I.(3) to this Amendment No. 1 to the Form CB.

**PART II**  
**INFORMATION NOT REQUIRED TO BE SENT TO SECURITY HOLDERS**

(a) The following documents have been made publicly available in connection with the transaction in accordance with the requirements of the Company's home jurisdiction but need not be disseminated to security holders:

- Press Release of the Company dated August 12, 2005, a copy of which was furnished as Exhibit II.(1) to the Form CB and is incorporated herein by reference.

(b) The following documents are incorporated by reference into the home jurisdiction documents:

- Annual Report and Accounts 2002 of the Company, a copy of which was furnished as Exhibit II.(2) to the Form CB and is incorporated herein by reference; and
- Annual Report and Accounts 2003 of the Company, a copy of which was furnished as Exhibit II.(3) to the Form CB and is incorporated herein by reference; and

- Interim Report and Accounts 2004 of the Company, a copy of which was furnished as Exhibit II.(4) to the Form CB and is incorporated herein by reference; and
- Annual Report and Accounts 2004 of the Company, a copy of which was furnished as Exhibit II.(5) to the Form CB and is incorporated herein by reference; and
- Interim Report and Accounts 2005 of the Company, a copy of which was furnished as Exhibit II.(6) to the Form CB and is incorporated herein by reference; and
- Listing Particulars of the Company dated October 3, 2003, a copy of which was furnished as Exhibit II.(7) to the Form CB and is incorporated herein by reference; and
- Offering Circular of the Company dated March 8, 2005, a copy of which was furnished as Exhibit II.(8) to the Form CB and is incorporated herein by reference; and
- Prospectus of the Company dated June 3, 2005, a copy of which was furnished as Exhibit II.(9) to the Form CB and is incorporated herein by reference.

**PART III**  
**CONSENT TO SERVICE OF PROCESS**

On August 15, 2005, the Company filed with the Commission a written irrevocable consent and power of attorney on Form F-X.

**PART IV  
SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

ABERDEEN ASSET MANAGEMENT PLC

By W. J. Rattray  
Name: W. J. Rattray  
Title: Director

Date: August 31 , 2005

## EXHIBIT INDEX

<u>Exhibit</u>	<u>Description</u>
I.(1)*	Prospectus of the Company dated August 12, 2005.
I.(2)*	Circular of the Company dated August 12, 2005.
I.(3)	Provisional Allotment Letter of the Company dated August 31, 2005.
II.(1)*	Press Release of the Company dated August 12, 2005.
II.(2)*	Annual Report and Accounts 2002 of the Company.
II.(3)*	Annual Report and Accounts 2003 of the Company.
II.(4)*	Interim Report and Accounts 2004 of the Company.
II.(5)*	Annual Report and Accounts 2004 of the Company.
II.(6)*	Interim Report and Accounts 2005 of the Company.
II.(7)*	Listing Particulars of the Company dated October 3, 2003.
II.(8)*	Offering Circular of the Company dated March 8, 2005.
II.(9)*	Prospectus of the Company dated June 3, 2005.

\* Previously furnished to the Commission as an exhibit to the Form CB of the Company dated August 15, 2005 and incorporated herein by reference.

--

Received the amount payable on acceptance          For Lloyds TSB Registrars
--

1046 - 1827   
-------------------------

Daytime telephone number for use in the event of a query (please include dialling code)

--

Box 1 Registered holding of Ordinary Shares in certificated form at close of business on 26 August 2005	Box 2 Number of New Ordinary Shares provisionally allotted to you	Box 3 Amount payable on acceptance of all the New Ordinary Shares provisionally allotted to you at 63 pence per New Ordinary Share on or before 11.00 a.m. on 23 September 2005

**IMPORTANT - THIS DOCUMENT IS OF VALUE, IS NEGOTIABLE AND REQUIRES YOUR IMMEDIATE ATTENTION.** The offer contained herein expires at 11.00 a.m. (London Time) on 23 September 2005. This entire document must be presented when payment is made. Holders of Ordinary Shares ("Ordinary Shares") in Aberdeen Asset Management PLC ("the Company") should read this Provisional Allotment Letter ("PAL") in conjunction with the Prospectus (the "Prospectus") relating to the Company dated 12 August 2005 and prepared in accordance with the Listing Rules and the Prospectus Rules made under Section 73A of the Financial Services and Markets Act 2000 ("Financial Services and Markets Act"). A copy of the Prospectus has been filed with the FSA in accordance with rule 3.2 of the Prospectus Rules. Save where the context requires otherwise, words and expressions defined in the Prospectus shall have the same meaning in this PAL. Copies of the Prospectus can be obtained, subject to the Terms of the Prospectus, from, or inspected at, the offices of Lloyds TSB Registrars, 3rd Floor, Princess House, 1 Suffolk Lane, London EC42 0AX and the Registered Office of the Company at 10 Queen's Terrace, Aberdeen, AB10 1YG, in each case during normal business hours on any weekday (Saturdays, Sundays and Public Holidays excepted) until 11.00 a.m. on 23 September 2005.

All enquiries relating to this PAL should be referred to Lloyds TSB Registrars, The Causeway, Worthing, West Sussex BN99 6DA (telephone 0870 600 0673 (from inside the UK) or +44 1903 702 767 (from outside the UK)).

## ABERDEEN ASSET MANAGEMENT PLC

*(Incorporated in Scotland under the Companies Act 1985 with registered number SC82015)*



Rights Issue of 362,929,495 New Ordinary Shares at 63 pence per share payable in full on acceptance no later than 11.00 a.m. (London time) on 23 September 2005

### Provisional Allotment Letter

Delivery/enquiry addresses and Helpline number	Schedule of key times and dates
Deliver by post/by hand (during normal business hours only) to: Lloyds TSB Registrars, The Causeway, Worthing, West Sussex BN99 6DA or by hand (during normal business hours only) to:  Lloyds TSB Registrars, 3rd Floor, Princess House, 1 Suffolk Lane, London EC4R 0AX Shareholder Helpline: 0870 600 0673 (from the UK) +44 1903 702 767 (from outside the UK)	Latest time and date for: Depositing Nil Paid or Fully Paid Rights into CREST      3.00 p.m. on 20 September 2005 Splitting Nil Paid or Fully Paid Rights                              3.00 p.m. on 21 September 2005 Acceptance and payment in full and registration of renunciation      11.00 a.m. on 23 September 2005 CREST stock accounts credited for New Ordinary Shares in uncertificated form      8.00 a.m. on 26 September 2005 Share certificates for New Ordinary Shares in certificated form expected to be despatched      3 October 2005

Application has been made to the UK Listing Authority for the New Ordinary Shares to be admitted to the Official List and application has been made to the London Stock Exchange for the New Ordinary Shares to be admitted to trading on its Main Market (together referred to as "Admission"). It is expected that Admission will become effective on 1 September 2005 and that dealings in rights for the New Ordinary Shares will commence, nil paid, at 8.00 a.m. on 1 September 2005. If Admission has not become effective by such time (or such later time and/or date as JPMorgan Cazenove agree with the Company) this document shall cease to be of any value and the provisional entitlement will lapse and any payments received will be returned without interest.

If you are in any doubt as to the action you should take you are recommended to seek your own professional advice immediately from your Stockbroker, Fund Manager or other appropriate financial adviser authorised under the Financial Services and Markets Act. If you have sold or otherwise transferred all of your holding of Existing Ordinary Shares before 1 September 2005 (other than ex-rights), please send this document with Form X completed and the accompanying documents at once to the purchaser or transferee or to the Stockbroker, or other agent through or by whom the sale or transfer was effected, to be forwarded to the purchaser or transferee. However, this document should not be forwarded or transmitted in or into, or to any resident, national, citizen or corporation, partnership or other entity created or organised under the laws of, Canada, Australia, Japan, New Zealand, South Africa or the Republic of Ireland or any country outside the United Kingdom where such distribution may lead to a breach of any legal or regulatory requirement.

To accept this provisional allotment in full, please return the whole of this PAL with a cheque or bankers' draft for the full amount payable to "Lloyds TSB Bank plc - Aberdeen Asset Management PLC" and crossed "A/c Payee Only" to either address stated above to arrive not later than 11.00 a.m. on 23 September 2005. The name of the first registered shareholder and their post code must be written on the reverse of the cheque. If you wish to have the New Ordinary Shares registered in your name you do not have to complete any of the details in the rest of this PAL. The fully paid PAL will be returned to you only if you want to deal in your Fully Paid Rights. If you elect to hold your New Ordinary Shares in certificated form, the next document you will receive will be a share certificate for your New Ordinary Shares.

THE DISTRIBUTION OF THIS DOCUMENT AND/OR THE TRANSFER OF NIL PAID RIGHTS OR FULLY PAID RIGHTS, THROUGH CREST OR OTHERWISE, IN JURISDICTIONS OTHER THAN THE UK, MAY BE RESTRICTED BY LAW AND THEREFORE PERSONS INTO WHOSE POSSESSION THIS DOCUMENT COMES SHOULD INFORM THEMSELVES ABOUT AND OBSERVE ANY OF THOSE RESTRICTIONS. ANY FAILURE TO COMPLY WITH ANY OF THOSE RESTRICTIONS MAY CONSTITUTE A VIOLATION OF THE SECURITIES LAWS OF ANY SUCH JURISDICTION, SUBJECT TO CERTAIN EXCEPTIONS, NEITHER THIS PAL, THE NIL PAID RIGHTS, THE FULLY PAID RIGHTS, NOR THE NEW ORDINARY SHARES MAY BE OFFERED, SOLD, RESOLD, DELIVERED, TAKEN UP, TRANSFERRED OR RENOUNCED, DIRECTLY OR INDIRECTLY, IN OR INTO CANADA, AUSTRALIA, JAPAN, NEW ZEALAND, SOUTH AFRICA OR THE REPUBLIC OF IRELAND. THE ATTENTION OF SHAREHOLDERS WHO HAVE REGISTERED ADDRESSES IN, OR ARE RESIDENTS, CITIZENS OR NATIONALS OF COUNTRIES OTHER THAN THE UNITED KINGDOM IS DRAWN TO NOTE 7 ON PAGE 2 OF THIS DOCUMENT AND TO THE SECTION HEADED "OVERSEAS SHAREHOLDERS" IN PARAGRAPH 6 OF PART 1 OF THE PROSPECTUS.

Notice to US Investors: None of this PAL, the Nil Paid Rights, the Fully Paid Rights or the New Ordinary Shares have been and will not be registered under the US Securities Act of 1933, as amended (the "Securities Act"), or under the laws of any state of the United States or qualified for sale under the applicable securities laws of any of Canada, Australia, Japan, New Zealand, South Africa or the Republic of Ireland and subject to certain exceptions, may not be offered or sold, transferred, taken up or delivered directly or indirectly in or into Canada, Australia, Japan, the Republic of Ireland, South Africa or New Zealand. The New Ordinary Shares, Nil Paid Rights, Fully Paid Rights and PALs will be issued pursuant to an exemption from the registration requirements of the Securities Act provided by Rule 801 thereunder. Subject to certain exceptions, neither this document nor any copy of it may be sent to or taken into Canada, Australia, Japan, New Zealand, South Africa or the Republic of Ireland.

The Rights Issue is made for the securities of a UK company. The offer is subject to the disclosure requirements of a foreign country that are different from those of the United States. Financial statements included in either the Prospectus or the Circular have been prepared in accordance with non-US accounting standards that may not be comparable to the financial statements of United States companies. It may be difficult for you to enforce your rights and any claim you may have arising under the federal securities laws, since the issuer is located in the UK, and some or all of its officers and directors may reside outside of the US. You may not be able to sue a UK company or its officers or directors in a non-US court for violations of US securities laws. It may be difficult to compel a UK company and its affiliates to subject themselves to a US court's judgment. The rights granted in the Rights Issue may not be transferred by US holders except in accordance with the provisions of Regulation S (Rules 901 through 905) under the Securities Act. Shares acquired pursuant to the Rights Issue and described in this prospectus are "restricted securities" within the meaning of Rule 144(a)(3) under the Securities Act to the same extent and proportion that the Ordinary Shares held by the Shareholder as of the Record Date for the Rights Issue were restricted securities.



**1. RENUNCIATION**

This PAL may, unless prohibited by the laws of certain overseas jurisdictions, be renounced by an original allottee in whole, but not in part only, in favour of one person (or several persons as joint holders) by completing and signing Form X on page 4 of this document and delivering the entire PAL (unless prohibited by the laws of certain overseas jurisdictions) to the person(s), through or to whom you are disposing of all your New Ordinary Shares. If this PAL has been renounced before the payment due on or before 11.00 a.m. on 23 September 2005 has been made, you must lodge the entire PAL accompanied by the remittance due together with either Form Y or the CREST Deposit Form on page 4 (as appropriate) duly delivered by post or by hand (during normal business hours only) with Lloyds TSB Registrars, The Causeway, Worthing, West Sussex BN99 6DA or by hand (during normal business hours only), with Lloyds TSB Registrars 3rd Floor, Princess House, 1 Suffolk Lane, London, EC4R 0AX by no later than 11.00 a.m. on 23 September 2005. You must also complete the return of PAL Box, Box 4, on page 4. Renunciation will not be accepted after 11.00 a.m. on 23 September 2005.

*Notes for completion of Form X*

All joint allottees must sign. Any forms completed under a power of attorney must be accompanied by a certified copy of the Power of Attorney. A company should execute under its common seal (where available) which should be affixed in accordance with its articles of association or other regulations. Alternatively, a company to which sections 36A or 36B of the Companies Act 1985 applies may execute this PAL by a director and the company secretary or by two directors of the company signing the PAL and bearing the name of the company above their signatures. Each of the officers signing the PAL should state the office which he or she holds. Before signing, please read paragraph 7 on page 2 of this document relating to Overseas Shareholders. If all the New Ordinary Shares are to be registered in the name of the person(s) on page 1 of the document, Form X should not be completed. In the case of split PALs, Form X will be endorsed Original Duly Renounced.

**2. SPLITTING AND TRANSFER**

This PAL cannot be renounced in part only but if you wish to have only some of the New Ordinary Shares comprised in this PAL registered in your name(s) and to transfer the remainder, or you wish to transfer all of the New Ordinary Shares but not all to the same person, this PAL must be split. To split this PAL, it must be lodged by post or by hand (during normal business hours only) with Lloyds TSB Registrars, 3rd Floor, Princess House, 1 Suffolk Lane, London EC4R 0AX by, no later than 3.00 p.m. on 21 September 2005 with Form X on page 4 of this document duly completed and signed, to be cancelled and exchanged for the split PALs required. The number of split PALs required and the number of New Ordinary Shares to be comprised in each split PAL must be stated in an accompanying letter. The aggregate number of New Ordinary Shares comprised in the split PALs must equal the number of New Ordinary Shares in Box 2 on page 1 of this document. Form X on the split PALs will be marked "Original Duly Renounced" before issue. On receipt of the split PALs you should keep the one representing any New Ordinary Shares which you wish to retain (if any) and send the other(s) to the person(s) to or through whom you are disposing of the remainder of the New Ordinary Shares provisionally allotted to you.

**3. REGISTRATION UNDER RENOUNCED OR SPLIT PALs**

If this PAL has been renounced or is a split PAL and your name(s) does not/do not appear as the original allottee(s) on page 1, to apply for registration, Form Y or the CREST Deposit Form on page 4 (as appropriate) must be completed and this PAL must be lodged by no later than 11.00 a.m. on 23 September 2005, by post or by hand (during normal business hours only) with Lloyds TSB Registrars, The Causeway, Worthing, West Sussex BN99 6DA or by hand (during normal business hours only) with Lloyds TSB Registrars 3rd Floor, Princess House, 1 Suffolk Lane, London EC4R 0AX and provided payment has been made by 11.00 a.m. on 23 September 2005, registration will be effected by Lloyds TSB Registrars. After 11.00 a.m. on 23 September 2005, renunciations will not be accepted for registration and the New Ordinary Shares comprised in this PAL will be transferable only by transfer in the usual or common form (or in such other form as the directors of the Company may approve), such transfer attracting stamp duty.

**4. CONSOLIDATION**

The New Ordinary Shares comprised in two or more PALs (duly renounced where applicable) may be registered in the name of one holder (or joint holders). To consolidate rights attached to two or more PALs, complete on one PAL Form Y on page 4 (the "Principal Letter") and either attach a Consolidation Listing Form (available by contacting the helpline on 0870 600 0673 (from the UK) or +44 1903 702 767 (from outside the UK)) or attach a letter detailing each PAL Allotment Number (as shown on page 1 of each PAL), the number of New Ordinary Shares represented by each PAL, the total number of PALs to be consolidated and the total number of New Ordinary Shares represented by all the PALs to be consolidated. All the PALs to be consolidated must be lodged in one batch together. Each PAL so lodged (including the Principal Letter) must bear the Allotment Number of the Principal Letter in the box provided in Form Y on page 4.

**5. DEPOSIT OF NIL PAID RIGHTS OR FULLY PAID RIGHTS INTO CREST**

- (i) The Nil Paid Rights or Fully Paid Rights (as appropriate) represented by this PAL may be converted into uncertificated form, that is, deposited into CREST (whether following renunciation of those rights or otherwise). Subject as provided in paragraph (ii) below, normal CREST procedures (including timings) apply in relation to any such conversion. You are recommended to refer to the CREST manual for details on such procedures. If you are a CREST personal member, you should contact your CREST sponsor.
- (ii) The procedure for depositing the Nil Paid Rights or Fully Paid Rights (as appropriate) represented by this PAL into CREST depends on whether such rights are to be converted into uncertificated form in the name(s) of the person(s) whose name(s) and address(es) appear(s) on page 1 of this PAL or in the name(s) of the person(s) to whom this PAL has been renounced. To deposit rights that are not to be renounced, only the CREST Deposit Form (on page 4) will need to be completed and to deposit rights that have been renounced, Form X and the CREST Deposit Form (both on page 4 of this document) will need to be completed. In each case, this PAL once completed must be deposited by you or your CREST sponsor (as appropriate) with the CREST Courier and Sorting Service ("CCSS"). In addition, the normal CREST Stock Deposit procedures will need to be carried out, except that (a) it will not be necessary to complete and lodge a separate CREST Transfer Form (prescribed under the Stock Transfer Act 1963) with the CCSS and (b) only the whole of the Nil Paid Rights or Fully Paid Rights represented by this PAL may be deposited into CREST. If you wish to deposit only some of the Nil Paid Rights or Fully Paid Rights (as appropriate) represented by this PAL into CREST, you must first apply for split PALs in accordance with the instructions in note 2 on this page bearing in mind the latest time and date for depositing the Nil Paid Rights or Fully Paid Rights represented by this PAL into CREST. If the rights represented by more than one PAL are to be deposited, the CREST deposit form on each PAL must be completed. The Consolidation Listing Form must not be used. If you are a Crest sponsored member, you should contact your CREST sponsor.
- (iii) A holder of Nil Paid Rights or Fully Paid Rights (as appropriate) represented by this PAL who is proposing to convert such rights into uncertificated form (whether following a renunciation of such rights or otherwise) is recommended to ensure that the conversion procedures are implemented in sufficient time to enable the person who is to hold or acquire rights in CREST following the conversion to take all necessary steps in connection with taking up the entitlement prior to 11.00 a.m. on 23 September 2005. In particular, having regard to normal processing times in CREST and on the part of the Registrar, the latest time for depositing a PAL with the CCSS following a renunciation of this PAL (in order to enable the person acquiring the Nil Paid Rights or the Fully Paid Rights in CREST, as a result of the conversion, to take all necessary steps in connection with taking up the entitlement prior to 11.00 a.m. on 23 September 2005) is 3.00 p.m. on 20 September 2005. If you are a CREST personal member, you should contact your CREST sponsor.
- (iv) Nil Paid Rights and Fully Paid Rights will not be credited to a stock account of a Shareholder with a registered address in an Excluded Territory and must not be transferred to any such Shareholder.

Note: Surrender of this PAL with (a) Form X purporting to have been signed by the same person(s) in whose name(s) it was issued or, in the case of a split PAL, marked "Original Duly Renounced", and (b) where applicable, Form Y or the CREST Deposit Form duly completed, shall be conclusive evidence in favour of the Company and Lloyds TSB Registrars of: (i) the right of the person(s) named in Form Y or the CREST Deposit Form of this PAL to be registered as the holder(s) of the New Ordinary Shares comprised in this PAL; (ii) the title of the person(s) lodging this PAL to deal with the same and to receive split PALs and/or a share certificate or a deposit to their CREST member's account (as appropriate); and (iii) the authority of the person(s) completing Form Y or the CREST Deposit Form. All documents will be despatched by post at the risk of the person(s) entitled to them.

For the avoidance of doubt, each PAL deposited with the CCSS is not considered to be a bearer document unless bad-delivered and liability is limited to standard stock deposit replacement costs in accordance with CRESTCo's standard terms and conditions.

**IF YOU DO NOT ACCEPT YOUR RIGHTS IN ACCORDANCE WITH NOTE 2 ON PAGE 2 OF THIS DOCUMENT AND YOU DO NOT WISH TO RENOUNCE YOUR RIGHTS AS SET OUT IN NOTE 1 ON THIS PAGE 3, YOUR RIGHTS WILL LAPSE AND SUCH SHARES MAY BE OFFERED FOR SUBSCRIPTION TO OTHER PERSONS IN ACCORDANCE WITH THE ARRANGEMENTS SET OUT IN NOTE 2 ON PAGE 2.**



**FORM X FORM OF RENUNCIATION (PLEASE COMPLETE THIS FORM IN BLACK INK ONLY)**

PLEASE REFER TO THE NOTES ON PAGE 3 BEFORE COMPLETING THIS FORM. To be completed if the original allottee(s) desire(s) to renounce the New Ordinary Shares comprised herein by no later than 11.00 a.m. on 23 September 2005 or to obtain split PALs by no later than 3.00 p.m. on 21 September 2005.

To the Directors of Aberdeen Asset Management PLC. I/We hereby renounce my/our right to the New Ordinary Shares comprised in this PAL for the purposes of splitting or in favour of the person(s) named in either the Registration Application Form (Form Y) or the CREST Deposit Form below.

Signature(s) of registered shareholder(s) named on page 1

Date

DD	/	MMM	/	YYYY
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1	
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2	
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3	
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4	
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If you wish to split this PAL, do not complete Form Y but attach a separate schedule stating the denominations of the split PALs required. Forms of Renunciation on split PALs will be marked "Original Duly Renounced".

**INSTRUCTIONS: IN THE EVENT OF RENUNCIATION, EITHER FORM Y OR THE CREST DEPOSIT FORM MUST BE COMPLETED BY OR ON BEHALF OF THE PERSON(S) IN WHOSE NAME(S) THE NEW ORDINARY SHARES ARE TO BE REGISTERED.**

**Return of PAL:** If you wish to accept your rights and then require the fully paid PAL to be returned to you, place a cross in Box 4 in black ink. You will need to have the fully paid PAL returned to you only if you want to deal in your Fully Paid Rights. Otherwise, if you elect to hold your New Ordinary Shares in certificated form, the next document you will receive will be a share certificate for your New Ordinary Shares.

**Box 4**

**PLEASE ADD SEAL HERE (IF APPLICABLE)**

If you are affixing a company seal, please place a cross in this box using black ink

**FORM Y REGISTRATION APPLICATION FORM - FOR CONSOLIDATION PLEASE REFER TO NOTE 4 ON PAGE 3**

BEFORE COMPLETING THIS FORM, PLEASE REFER TO THE NOTES ON PAGE 3. In the event of renunciation, Form Y must be completed by or on behalf of the person(s) in whose name(s) the New Ordinary Shares are to be registered unless such person(s) is/are (a) CREST member(s) and wish(es) to hold the New Ordinary Shares in CREST, in which case the CREST Deposit Form below must be completed. FORM Y SHOULD NOT BE COMPLETED IN THE NAME(S) OF THE ORIGINAL ALLOTTEE(S).

First name(s) in full	Last name(s)																		
1																			
2																			
3																			
4																			
Full postal address of first-named applicant or full registration details of corporate body.	If you are advising a permanent change of address place a cross in Box 5A in black ink and add your details opposite. If the PAL is to be sent to an alternative address to that shown in the address box on page 1 place a cross in Box 5B in black ink and add your details opposite.																		
	<table border="1"> <tr> <td><b>Box 5</b></td> <td>Agents Name (if applicable)</td> <td>House Number</td> </tr> <tr> <td><input checked="" type="checkbox"/></td> <td></td> <td></td> </tr> <tr> <td><b>Box 5A</b></td> <td>Post Code</td> <td></td> </tr> <tr> <td><input checked="" type="checkbox"/></td> <td></td> <td></td> </tr> <tr> <td><b>Box 5B</b></td> <td>Address Details</td> <td></td> </tr> <tr> <td><input checked="" type="checkbox"/></td> <td></td> <td></td> </tr> </table>	<b>Box 5</b>	Agents Name (if applicable)	House Number	<input checked="" type="checkbox"/>			<b>Box 5A</b>	Post Code		<input checked="" type="checkbox"/>			<b>Box 5B</b>	Address Details		<input checked="" type="checkbox"/>		
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	Post Code																		

**CREST DEPOSIT FORM**

BEFORE COMPLETING THIS FORM, PLEASE REFER TO PARAGRAPHS 4 AND 5 ON PAGE 3 OF THIS PAL AND TO THE NOTES BELOW. This form should only be completed by either (1) the original allottee(s) (where the original allottee is a CREST member) if he/she wishes to convert the Nil Paid Rights or Fully Paid Rights (as appropriate) represented by this PAL into uncertificated form (that is deposit them into CREST); or (2) a person(s) to whom this PAL has been renounced and who (being a CREST member) wish(es) to hold the Nil Paid Rights or Fully Paid Rights (as appropriate) represented by this PAL in uncertificated form. Form X above must therefore also have been completed. Do not complete Form Y if you are completing the CREST Deposit Form.

To the Directors of the Company: I/We (being the person(s) lodging this form) request you enter on the relevant register of securities that the Nil Paid Rights or Fully Paid Rights (as appropriate) represented by this PAL are held in uncertificated form by the CREST member specified above to whom such rights have been renounced or as a result of conversion of Nil Paid Rights or Fully Paid Rights (as appropriate) from certificated form into uncertificated form.

Full name(s) of the person(s) who wish(es) to convert Nil Paid Rights or Fully Paid Rights (as appropriate) into uncertificated form or to whom the Nil Paid Rights or Fully Paid Rights have been renounced. Such person(s) must be a CREST member(s). Note (c)

Counter Location Stamp. Note (a)

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SDRN Bar Code or Reference Note (b)	Stamp of depositing CREST participant. Note (e)
Crest participant ID. Note (d)	Member Account ID. Note (d)

Notes for completion of this CREST deposit form

(a) The Counter Location Stamp identifies the CCSS Counter where this PAL has been processed and is applied by the Counter.

(b) The Stock Deposit reference Number (SDRN) should be written or barcoded in this space.

(c) No address is required as the CREST member will be identifiable by its participant ID.

(d) Insert the participant ID of the CREST member to whom this PAL has been renounced and the member account ID under which the Nil Paid Rights or Fully Paid Rights will be held in CREST.

(e) This should contain the Broker ID of the depositing CREST participant.

By delivering this PAL to CRESTCo, the depositing CREST participant authorises CRESTCo to deliver this PAL to the Company and agrees to be deemed for all purposes to be the person(s) actually so delivering this PAL. CRESTCo is delivering this PAL at the direction and on behalf of the depositing CREST participant whose stamp appears herein and/or original allottee(s), and CRESTCo does not in any manner or to any extent warrant or represent the validity, genuineness or correctness of the instructions contained herein or the genuineness of the signature(s) of the transferor(s) or original allottee(s).