

GOLDMAN CAROL
Form 4
December 28, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
GOLDMAN CAROL

2. Issuer Name and Ticker or Trading Symbol
CENTENE CORP [CNC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
7711 CARONDELET AVENUE, SUITE 800

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/23/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior VP Chief Admin Officer

ST. LOUIS, MO 63105

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	12/23/2005		M	5,000 A \$ 6.91	9,000 ⁽¹⁾	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Common Stock Option (right to buy)	\$ 6.91	12/23/2005		M	5,000	09/17/2003 11/02/2011	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOLDMAN CAROL 7711 CARONDELET AVENUE SUITE 800 ST. LOUIS, MO 63105			Senior VP Chief Admin Officer	

Signatures

/s/ Carol Goldman
12/28/2005
Date

**Signature of Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Ms. Goldman's ownership includes 4,000 restricted stock units which vest in 5 equal annual installments on the anniversary of the grant date beginning on December 13, 2006

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. Transaction in Own Shares

Released

14:11 02-Nov-07

Number

PRNUK-0211

TO: Regulatory Information Service

PR Newswire

RE: PARAGRAPH 12.6.4 OF THE LISTING RULES

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Diageo plc Transaction in Own Shares

Diageo plc (the Company) announces that today, it released from treasury 2,396 ordinary shares of 28 101/108 pence each in the Company (Ordinary Shares), to satisfy grants made under employee share plans. The average price at which these Ordinary Shares were released from treasury was 1,013.79 pence per share.

Following this release, the Company holds 280,641,179 Ordinary Shares as treasury shares and the total number of Ordinary Shares in issue (excluding shares held as treasury shares) is 2,608,308,792.

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2 November 2007

END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 17:15 02-Nov-07
Number 9762G

Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 500,000 ordinary shares at a price of 1,093.75 pence per share.

END

Company Diageo PLC
TIDM DGE
Headline Director/PDMR Shareholding
Released 13:57 05-Nov-07
Number PRNUK-0511

TO: Regulatory Information Service

PR Newswire

RE: Paragraph 3.1.4 of the Disclosure and Transparency Rules

The notifications below were received under Paragraph 3.1.2 of the Disclosure and Transparency Rules.

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Diageo plc (the Company) announces that it received notification on 2 November 2007 that the following Persons Discharging Managerial Responsibilities (PDMR), as participants in the dividend reinvestment programme connected with the Company's US Employee Stock Purchase Plan (also known as the US Sharevalue Plan), received American Depository Shares (ADS) in respect of the Company's final dividend paid on 26 October 2007, as follows:

Name of PDMR	Number of ADSs*
I Menezes	61
T Proctor	36
G Williams	19

The ADSs were purchased on 26 October 2007 at a price of \$90.48 per ADS.

As a result of the above transactions, the interests of PDMRs in the Company's Ordinary Shares (excluding options, awards under the Company's LTIPs and interests as potential beneficiaries of the Company's Employee Benefit Trusts) are as follows:

Name of PDMR	Number of Ordinary Shares
I Menezes	273,338 (of which 180,340 are held in the form of ADS)
G Williams	212,396 (of which 5,760 are held in the form of ADS)
T Proctor	Number of ADSs* 29,000

* 1 ADS is the equivalent of 4 Ordinary Shares.
5 November 2007

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END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 13:58 05-Nov-07
Number PRNUK-0511

TO: Regulatory Information Service

PR Newswire

RE: PARAGRAPH 12.6.4 OF THE LISTING RULES

Diageo plc Transaction in Own Shares

Diageo plc (the Company) announces that today, it released from treasury 9,484 ordinary shares of 28 101/108 pence each in the Company (Ordinary Shares), to satisfy grants made under employee share plans. The average price at which these Ordinary Shares were released from treasury was 1,013.79 pence per share.

Following this release, the Company holds 280,631,695 Ordinary Shares as treasury shares and the total number of Ordinary Shares in issue (excluding shares held as treasury shares) is 2,607,818,276.

5 November 2007

END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 17:05 05-Nov-07
Number 0646H

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Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 500,000 ordinary shares at a price of 1,094.44 pence per share.
END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 17:06 06-Nov-07
Number 1448H

Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 500,000 ordinary shares at a price of 1,102.21 pence per share.
END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 17:42 07-Nov-07
Number 2451H

Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 575,000 ordinary shares at a price of 1,102.30 pence per share.
END

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Company Diageo PLC

TIDM DGE

Headline Transaction in Own Shares

Released 16:57 08-Nov-07

Number 3286H

Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 650,000 ordinary shares at a price of 1,083.62 pence per share.

END

Company Diageo PLC

TIDM DGE

Headline Transaction in Own Shares

Released 16:00 09-Nov-07

Number PRNUK-0911

TO: Regulatory Information Service

PR Newswire

RE: PARAGRAPH 12.6.4 OF THE LISTING RULES

Diageo plc Transaction in Own Shares

Diageo plc (the Company) announces that today, it released from treasury 938 ordinary shares of 28 101/108 pence each in the Company (Ordinary Shares), to satisfy grants made under employee share plans. The average price at which these Ordinary Shares were released from treasury was 1,013.79 pence per share.

Following this release, the Company holds 280,630,757 Ordinary Shares as treasury shares and the total number of Ordinary Shares in issue (excluding shares held as treasury shares) is 2,605,594,214.

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9 November 2007
END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 16:46 09-Nov-07
Number 4281H

Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 675,000 ordinary shares at a price of 1,072.80 pence per share.
END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 17:50 09-Nov-07
Number PRNUK-0911

TO: Regulatory Information Service
 PR Newswire

RE: PARAGRAPH 12.6.4 OF THE LISTING RULES

Diageo plc Transaction in Own Shares

Diageo plc (the Company) announces that today, it released from treasury 938 ordinary shares of 28 101/108 pence each in the Company (Ordinary Shares), to

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satisfy grants made under employee share plans. The average price at which these Ordinary Shares were released from treasury was 1,013.79 pence per share.

Following this release, the Company holds 280,630,757 Ordinary Shares as treasury shares and the total number of Ordinary Shares in issue (excluding shares held as treasury shares) is 2,605,594,214.

9 November 2007

END

Company Diageo PLC
TIDM DGE
Headline Director/PDMR Shareholding
Released 15:59 12-Nov-07
Number PRNUK-1211

TO: Regulatory Information Service

PR Newswire

RE: PARAGRAPH 3.1.4 OF THE DISCLOSURE AND TRANSPARENCY RULES

The notifications listed below were all received under Paragraph 3.1.2 of the Disclosure and Transparency Rules. Diageo plc (the Company) announces that:

1. it received notification on 12 November 2007 of the following allocations of Ordinary Shares under the Diageo Share Incentive Plan (the Plan), namely:

(i) the following directors of the Company were allocated Ordinary Shares on 12 November 2007 under the Plan, by Diageo Share Ownership Trustees Limited (the Trustee):

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Name of Director	Number of Ordinary Shares
N C Rose	16
P S Walsh	16

(ii) the following Persons Discharging Managerial Responsibilities (PDMR) were allocated Ordinary Shares on 12 November 2007 under the Plan, by the Trustee:

Name of PDMR	Number of Ordinary Shares
S Fletcher	16
J Grover	16
A Morgan	16
G Williams	16

The number of Ordinary Shares allocated comprises those purchased on behalf of the employee using an amount which the employee has chosen to have deducted from salary (Sharepurchase) and those awarded to the employee by the Company (Sharematch) on the basis of one Sharematch Ordinary Share for every two Sharepurchase Ordinary Shares.

The Sharepurchase Ordinary Shares were purchased and the Sharematch Ordinary Shares were awarded at a price per share of £10.72.

The Ordinary Shares are held by the Trustee and in the name of the Trustee. Sharepurchase Ordinary Shares can normally be sold at any time. Sharematch Ordinary Shares cannot normally be disposed of for a period of three years after the award date.

As a result of the above transactions, interests of directors and PDMRs in the Company s Ordinary Shares (excluding options, awards under the Company s LTIPs and interests as potential beneficiaries of the Company s Employee Benefit Trusts) are as follows:

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Name of Director	Number of Ordinary Shares
N C Rose	372,346
P S Walsh	648,206
Name of PDMR	Number of Ordinary Shares
S Fletcher	135,357
J Grover	171,378
A Morgan	136,476
G Williams	212,412 (of which 5,760 are held in the form of ADS*)

2. it received notification on 12 November 2007 from Lord Blyth, a director of the Company, that he has purchased 973 Ordinary Shares on 12 November 2007 under an arrangement with the Company, whereby he has agreed to use an amount of £10,500 each month, net of tax, from his director's fees to purchase Ordinary Shares. Lord Blyth has agreed to retain the Ordinary Shares while he remains a director of the Company. The Ordinary Shares were purchased at a price per share of £10.72. As a result of this purchase, Lord Blyth's interest in Ordinary Shares has increased to 152,163.

3. it received notification on 12 November 2007 from Todd Stitzer, a director of the Company, that he has purchased 93 Ordinary Shares on 12 November 2007 under an arrangement with the Company, whereby he has agreed to use an amount of £1,000 each month, net of tax, from his director's fees to purchase Ordinary Shares. The Ordinary Shares were purchased at a price per share of £10.72. As a result of this purchase, Mr Stitzer's interest in Ordinary Shares has increased to 4,681.

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12 November 2007

* 1 ADS is the
equivalent of 4
Ordinary
Shares.

END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 17:09 12-Nov-07
Number 5496H

Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 500,000 ordinary shares at a price of 1,071.56 pence per share.

END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 16:42 13-Nov-07
Number 6523H

Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 600,000 ordinary shares at a price of 1,081.42 pence per share.

END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 17:14 14-Nov-07
Number 7602H

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Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 650,000 ordinary shares at a price of 1,084.83 pence per share.
END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 16:34 15-Nov-07
Number 8415H

Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 625,000 ordinary shares at a price of 1,092.04 pence per share.
END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 15:07 16-Nov-07
Number PRNUK-1611

TO: Regulatory Information Service
PR Newswire

RE: PARAGRAPH 12.6.4 OF THE LISTING RULES

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Diageo plc Transaction in Own Shares

Diageo plc (the Company) announces that today, it released from treasury 4,080 ordinary shares of 28 101/108 pence each in the Company (Ordinary Shares), to satisfy grants made under employee share plans. The average price at which these Ordinary Shares were released from treasury was 1,013.79 pence per share.

Following this release, the Company holds 280,626,677 Ordinary Shares as treasury shares and the total number of Ordinary Shares in issue (excluding shares held as treasury shares) is 2,602,548,294.

16 November 2007

END

Company	<u>Diageo PLC</u>
TIDM	DGE
Headline	Transaction in Own Shares
Released	16:46 16-Nov-07
Number	9342H

Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 425,000 ordinary shares at a price of 1,084.79 pence per share.

END

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Company Diageo PLC

TIDM DGE

Headline Transaction in Own Shares

Released 15:14 19-Nov-07

Number PRNUK-1911

TO: Regulatory Information Service

PR Newswire

RE: PARAGRAPH 12.6.4 OF THE LISTING RULES

Diageo plc Transaction in Own Shares

Diageo plc (the Company) announces that today, it released from treasury 2,112 ordinary shares of 28 101/108 pence each in the Company (Ordinary Shares), to satisfy grants made under employee share plans. The average price at which these Ordinary Shares were released from treasury was 1,013.79 pence per share.

Following this release, the Company holds 280,624,565 Ordinary Shares as treasury shares and the total number of Ordinary Shares in issue (excluding shares held as treasury shares) is 2,602,125,406.

19 November 2007

END

Company Diageo PLC

TIDM DGE

Headline Transaction in Own Shares

Released 17:01 19-Nov-07

Number 0402I

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Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 550,000 ordinary shares at a price of 1,073.21 pence per share.
END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 16:41 20-Nov-07
Number 1371I

Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 450,000 ordinary shares at a price of 1,075.82 pence per share.
END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 16:47 21-Nov-07
Number 2351I

Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 575,000 ordinary shares at a price of 1,073.99 pence per share.
END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 16:50 22-Nov-07
Number 3372I

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Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 400,000 ordinary shares at a price of 1,077.37 pence per share.
END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 15:10 23-Nov-07
Number PRNUK-2311

TO: Regulatory Information Service
PR Newswire

RE: PARAGRAPH 12.6.4 OF THE LISTING RULES

Diageo plc Transaction in Own Shares

Diageo plc (the Company) announces that today, it released from treasury 3,042 ordinary shares of 28 101/108 pence each in the Company (Ordinary Shares), to satisfy grants made under employee share plans. The average price at which these Ordinary Shares were released from treasury was 1,013.79 pence per share.

Following this release, the Company holds 280,621,523 Ordinary Shares as treasury shares and the total number of Ordinary Shares in issue (excluding shares held as treasury shares) is 2,600,153,448.

23 November 2007
END

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Company Diageo PLC

TIDM DGE

Headline Transaction in Own Shares

Released 16:44 23-Nov-07

Number 4238I

Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 440,000 ordinary shares at a price of 1,083.22 pence per share.

END

Company Diageo PLC

TIDM DGE

Headline Transaction in Own Shares

Released 17:09 26-Nov-07

Number 5275I

Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 500,000 ordinary shares at a price of 1,082.91 pence per share.

END

Company Diageo PLC

TIDM DGE

Headline Transaction in Own Shares

Released 16:59 27-Nov-07

Number 6217I

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Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 525,000 ordinary shares at a price of 1,063.79 pence per share.
END

Company Diageo PLC
TIDM DGE
Headline Transaction in Own Shares
Released 16:22 28-Nov-07
Number PRNUK-2811

TO: Regulatory Information Service
PR Newswire

RE: PARAGRAPH 12.6.4 OF THE LISTING RULES

Diageo plc Transaction in Own Shares

Diageo plc (the Company) announces that today, it released from treasury 8,955 ordinary shares of 28 101/108 pence each in the Company (Ordinary Shares), to satisfy grants made under employee share plans. The average price at which these Ordinary Shares were released from treasury was 1,013.79 pence per share.

Following this release, the Company holds 280,612,568 Ordinary Shares as treasury shares and the total number of Ordinary Shares in issue (excluding shares held as treasury shares) is 2,598,697,403.

28 November 2007
END

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Company Diageo PLC

TIDM DGE

Headline Transaction in Own Shares

Released 17:12 28-Nov-07

Number 7264I

Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 400,000 ordinary shares at a price of 1,091.65 pence per share.

END

Company Diageo PLC

TIDM DGE

Headline Transaction in Own Shares

Released 16:44 29-Nov-07

Number 8234I

Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 300,000 ordinary shares at a price of 1,112.04 pence per share.

END

Company Diageo PLC

TIDM DGE

Headline Director/PDMR Shareholding

Released 15:26 30-Nov-07

Number PRNUK-3011

TO: Regulatory Information Service

PR Newswire

RE: Paragraph 3.1.4 of the Disclosure and Transparency Rules

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The notifications below were received under Paragraph 3.1.2 of the Disclosure and Transparency Rules. Diageo plc (the Company) announces that:

1. it received notification on 29 November 2007 that the grant of options to subscribe for American Depositary Shares (ADS) under the Company's US Employee Stock Purchase Plan (also known as the US Sharevalue Plan) to the following Persons Discharging Managerial Responsibilities (PDMR) had been confirmed on 29 November 2007:

Name of PDMR	Grant Date granted	No of ADS* per ADS*	Grant price	Exercisable
R Malcolm	1 October 2007	268.0247	\$74.62	31 December 2008
I Menezes	1 October 2007	268.0247	\$74.62	31 December 2008
T Proctor	1 October 2007	268.0247	\$74.62	31 December 2008

2. it received notification on 30 November 2007, that Mr WS Shanahan, a director, had on 29 November 2007 sold 1,000 ADSs held by his charitable foundation, at an

average price of
\$92.03 per ADS.

As a result of the above, Mr Shanahan's interests in the Company's ADSs (excluding options, awards under the Company's LTIPs and interests as a potential beneficiary of the Company's employee benefit trusts) is 6,289.
30 November 2007

* 1 ADS is the
equivalent of 4
Ordinary
Shares.

END

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Company Diageo PLC

TIDM DGE

Headline Transaction in Own Shares

Released 15:31 30-Nov-07

Number PRNUK-3011

TO: Regulatory Information Service

PR Newswire

RE: PARAGRAPH 12.6.4 OF THE LISTING RULES

Diageo plc Transaction in Own Shares

Diageo plc (the Company) announces that today, it released from treasury 2,064 ordinary shares of 28 101/108 pence each in the Company (Ordinary Shares), to satisfy grants made under employee share plans. The average price at which these Ordinary Shares were released from treasury was 1,013.79 pence per share.

Following this release, the Company holds 280,610,504 Ordinary Shares as treasury shares and the total number of Ordinary Shares in issue (excluding shares held as treasury shares) is 2,597,999,467.

30 November 2007

END

Company Diageo PLC

TIDM DGE

Headline Total Voting Rights

Released 15:34 30-Nov-07

Number PRNUK-3011

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TO: Regulatory Information Service
PR Newswire

RE: Paragraph 5.6.1 of the Disclosure and Transparency Rules

Diageo plc Voting Rights and Capital

In conformity with Paragraph 5.6.1 of the Disclosure and Transparency Rules Diageo PLC (the Company) would like to notify the market of the following:

The Company s issued capital consists of 2,878,609,971 ordinary shares of 28 101/108 pence each (Ordinary Shares) with voting rights, which includes 280,610,504 Ordinary Shares held in Treasury.

Therefore, the total number of voting rights in the Company is 2,597,999,467 and this figure may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, the Company under the FSA s Disclosure and Transparency Rules.

30 November 2007

END

Company	<u>Diageo PLC</u>
TIDM	DGE
Headline	Transaction in Own Shares
Released	16:42 30-Nov-07
Number	9430I

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Diageo plc announces that it has today purchased for cancellation through Credit Suisse Securities (Europe) Limited 450,000 ordinary shares at a price of 1,101.49 pence per share.
END