

COMPANIES FORM No. 88(2)(Rev 1988)

Return of allotments of shares



To the Registrar of Companies (address on page 2) (see note 1)

1. Name of company

(REVISED 1988)

This form replaces forms PUC2, PUC3 and 88(2)

Company Number

107414

	Babcock Management Limited						
	2. This section must be completed for all allotments						
† distinguish between ordinary preference, etc	Description of shares †	Ordinary	Shares				
	A Number allotted		2353800				
	B Nominal value of each	£	1.00	£	£		
	C Total amount (if any) paid or due and payable on each share (including premium if any)	£	1.00	£	£		
§ complete (a) or (b) as appropriate	Date(s) on which the shares were allotted (a) [on	of shares allottee	d to each]	85	
	3. If the allotment is wholly or partly other than for cash the following information must be given (see notes 2 & 3)						
	D Extent to which each share is to be treated as paid up. Please use percentage						
	E Consideration for which the shares were allotted						

NOTES

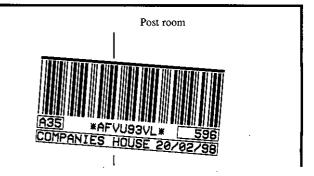
- 1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
- 2. If the allotment is wholly or partly other than for cash, the company must deliver to the Registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required by section 88(2)(b) of the Act or by duly stamped prescribed particulars required by section 88(3)(Form No. 88(3)).

For official Use

3. Details of bonus issues should be included only in section 2.

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

MR R MARTIN
BABCOCK INTERNATIONAL GROUP PLC
BADMINTON COURT CHURCH STREET
AMERSHAM BUCKS
HP7 ODD



BLUEPRINT °

CH APP Page 1

4. Names and addresses of the allottees

Names and Addresses	Number of shares allotted					
	Ordinary	Preference	Other			
Babcock International Limited	2353800					
Badminton Court						
Church Street						
Amersham						
Bucks HP7 0DD						
·						
Total	2353800					

Where the space given on this form is inadequate, continuation
sheets should be used and the number of sheets attached
should be indicated in the box opposite:

0

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

Signed

Designation

§ 5 ECRETARY Date 23.1.98

Companies registered in England and Wales or Wales should deliver this form to:-

The Registrar of Companies

Companies House

Crown Way

Cardiff CF4 3UZ

Companies registered in Scotland should deliver this form to:The Registrar of Companies

Companies House

100-102 George Street Edinburgh EH2 3DJ