



Please complete in typescript, or
in bold black capitals.

CHFP025

Company Number

02019657

Company name in full

SONY BMG MUSIC ENTERTAINMENT (INTERNATIONAL) LIMITED

Amendment

88(2)

(Revised 2005)

Return of Allotment of Shares

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)

6 From
Day Month Year
0 4 1 2 2 0 0 6

To
Day Month Year

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 | |
| 13,385,100 | 22,505,366 | |
| £1 | £1 | |
| | | |

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

| | | |
|----------------|-----|--|
| 100 | 100 | |
| | | |

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)

The share capital of various SONY BMG European
subsidiaries as set out in the attached agreement.
~~The entire issued share capital of SONY BMG MUSIC
ENTERTAINMENT (Germany) GmbH as set out in the
attached agreement.~~



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

DX 235 Edinburgh

for companies registered in Scotland

or LP - 4 Edinburgh 2

Names and addresses of the allottees

| Shareholder details (list joint allottees as one shareholder) | | Shares and share class allotted | |
|--|--------------------------------------|---------------------------------|--|
| Name(s) SONY BMG MUSIC ENTERTAINMENT (UK HOLDINGS) Limited | Class of shares allotted ORDINARY | Number allotted 13395100 | |
| Address Bedford House, 69-79 Fulham High Street, London | | | |
| UK Postcode S W 6 L 3 J W | | | |
| Name(s) SBME HOLDINGS B.V. | Class of shares allotted ORDINARY | Number allotted 22505366 | |
| Address Heuvellaan 50, 1217 JN Hilversum, The Netherlands | | | |
| UK Postcode L L L L L L L | | | |
| Name(s) | Class of shares allotted | Number allotted | |
| Address | | | |
| UK Postcode L L L L L L L | | | |
| Name(s) | Class of shares allotted | Number allotted | |
| Address | | | |
| UK Postcode L L L L L L L | | | |
| Name(s) | Class of shares allotted | Number allotted | |
| Address | | | |
| UK Postcode L L L L L L L | | | |

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

NA

Signed

[Signature]
** A director

Date

4 December 2006

** 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.

Baker & McKenzie LLP
100 New Bridge Street
London
EC4V 6JA

Tel 020 7919

DX number 233 London DX exchange London Chancery Lane (LDP)