

BLUEPRINT

2000

88(2)

Return of Allotment of Shares

Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

2955502

Company Name in full

Babcock Holdings Limited

Shares allotted (including bonus shares):

Date or period during which shares
were allotted

(if shares were allotted on one date enter that
date in the "from" box)

From

Day	Month	Year
2	4	0 8

To

Day	Month	Year

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

37

Nominal value of each share

£1.00

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

£1,000,000.00

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

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

% that each share is to be treated as
paid up

--	--	--

Consideration for which the shares
were allotted

(This information must be supported by the duly
stamped contract or by the duly stamped particulars
on Form 88(3) if the contract is not in writing)

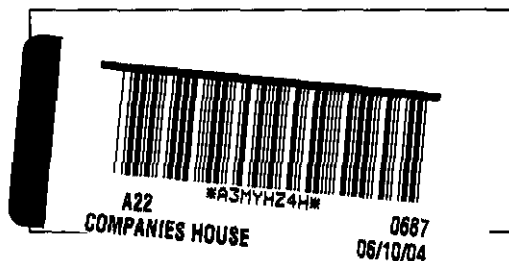
When you have completed and signed the form send it to
the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

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

DX 235 Edinburgh



Names and addresses of the allottees

(List joint share allotments consecutively) Company No 2955502

Shareholder details	Shares and share class allotted	
Name Babcock International Group PLC	Class of shares allotted £1.00 Ordinary	Number allotted 37
Address 2 Cavendish Square, London, England		
UK postcode W1G 0PX		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		
Name	Class of shares allotted	Number allotted
Address		
UK postcode		

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

0

Signed



Date

4-10-2004

~~A director / secretary / administrator / administrative receiver / receiver manager / receiver~~

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

S. BILLIAL	
Tel 0207 291 5016	
DX number	DX exchange

BLUEPRINT

2000