

Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

Return of Allotment of Shares

2955502

Company Name in full

Babcock Holdings Limited

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)

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)

From

To

| Day | Month | Year |
|-----|-------|------|
| 2 | 9 | 0 |
| 1 | 2 | 0 |
| | 0 | 7 |

| Day | Month | Year |
|-----|-------|------|
| | | |
| | | |
| | | |

| | | |
|---------------------------------|--|--|
| Ordinary | | |
| 100 | | |
| £1.00 | | |
| £9,225.4125 £1.00 | | |

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

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)

| | | |
|--|--|--|
| | | |
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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
for companies registered in Scotland

DX 235 Edinburgh or LP - 4 Edinburgh 2

FRIDAY



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09/02/2007

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COMPANIES HOUSE

09/2005

Names and addresses of the allottees

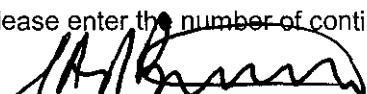
Company No 2955502

| Shareholder details (list joint allottees as one shareholder) | Shares and share class allotted | |
|--|--|------------------------|
| Name(s) Babcock International Group PLC | Class of shares allotted £1.00 Ordinary | Number allotted 100 |
| Address 2 Cavendish Square, London, England | | |
| UK postcode W1G 0PX | | |
| Name(s) | Class of shares allotted | Number allotted |
| Address | | |
| UK postcode | | |
| Name(s) | Class of shares allotted | Number allotted |
| Address | | |
| UK postcode | | |
| Name(s) | 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 7-2-2007

** A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

** 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.

Stanley Billiald, 2 Cavendish Square, London, W1G 0PX

Tel 020 7291 5049

DX number

DX exchange