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

Return of allotments of shares**88(2)**

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

Please do not
write in this
margin

CHA 116

Please complete
legibly, preferably
in black type, or
bold block lettering**(REVISED 1988)****This form replaces forms
PUC2, PUC3 and 88(2)**To the Registrar of Companies (**address overleaf**)
(See note 1)**AMENDING FORM 88(2) TO REPLACE FORM
FILED ON 07/07/98**

Company number

3343095

* Insert full name
of company

1. Name of Company

* CRYSTAL INTERNATIONAL TRAVEL GROUP LIMITED

2. This section must be completed for all allotments

† Distinguish
between
ordinary
preference, etc.

Description of shares †	"A" ORDINARY		
A Number allotted	865		
B Nominal value of each	£ 0.01	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 4	£	£

‡ Complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 31 OCTOBER 19 97] §, or

(b) [from 19 to 19] §

The names and addresses of the allottees and the number of shares allotted to each should be
given overleaf3. If the allotment is wholly or partly other than for cash the following information must be given
(see notes 2 & 3)

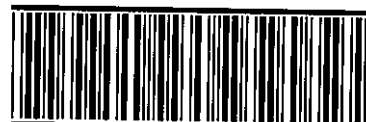
D Extent to which each share is to be treated as paid up. Please use percentage.			
E Consideration for which the shares were allotted			

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 the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).
3. Details of bonus issues should be included only in section 2.

Presentor's name, address, telephone
number and reference (if any):
Simmons & Simmons
21 Wilson Street
London
EC2M 2TX

For official use

A14 *ASWOUAH7* 345
COMPANIES HOUSE 16/10/98

4. Names and addresses of allottees

Please do not
write in the
margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
ANDREW PETERS 3 WILLEY GREEN COTTAGES GUILDFORD ROAD NORMANDY SURREY GU3 2AT	245		
SIMON BOX 20 HARVEST LANE THAMES DITTON SURREY KT7 0NG	245		
DAVID DRAKE 68 CEDAR DRIVE SOUTHWATER WEST SUSSEX RH13 7UF	125		
DINAH HOLLAND ST STEPHENS COTTAGE BOLNORE FARM LANE HAYLANDS HEATH WEST SUSSEX RN16 4BX	65		
JOHN DEVERAUX 122 NEW COURT ROAD BRAY CO WICKLOW IRELAND	65		
Total	745		

Please complete
legibly, preferably
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lettering

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:

1

Signed

Designation ‡

SECRETARY

Date

21/9/98

‡ Insert director,
secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

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

The Registrar of Companies
Companies House
Crown Way
Maindy
Cardiff
CF4 3UZ

Companies registered in Scotland
should deliver this form to:-

The Registrar of Companies
Companies Registration Office
102 George Street
Edinburgh
EH2 3DJ

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margin

Return of allotments of shares (Continued)

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

Continuation sheet No 1
to Form No 88(2)

CHA 116

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bold block lettering

Company number

3343095

Name of Company

* CRYSTAL INTERNATIONAL TRAVEL GROUP LIMITED

* Insert full name
of company

Names and addresses of allottees (continued)

Name and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
PIP BROCKMAN C/O CRYSTAL HOLIDAYS APARTMENTS 3/4 RESIDENCE LE SYLVAIN ROUTE DES PECHE 74400 CHAMONIX MT MT BLANC, FRANCE	19		
SIMON BRADLEY FLAT 5, CHANDON LODGE 3/7 DEVONSHIRE ROAD SUTTON, SURREY	5		
AISLING MALONE 53 HOLLYBROOK PARK BRAY CO WICKLOW, IRELAND	5		
GILES HAWKE C/O CRYSTAL HOLIDAYS APARTMENTS 3/4 RESIDENCE LE SYLVAIN ROUTE DES PECHE 74400 CHAMONIX MT MT BLANC, FRANCE	5		
Balance brought forward from previous sheet	745		
Total	779		

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marginPlease complete
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bold block
lettering

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
WILLIAM MASON 4 LANBOURNE AVENUE LONDON SW19 7DW	50		
FRANCESCA SALES 42 HARRISON CLOSE REIGATE SURREY RK2 7HU	19		
DENISE HUMPHRIES ANS COTTAGE BOUGHTON HALL AVENUE SEND SURREY GU23 7DF	5		
MELVIN WESTLAKE 3 CHALLONERS CLOSE EAST MOLESEY SURREY	12		
Balance brought forward from previous page	779		
Total	865		

‡ Insert director,
secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed:

Designation ‡

SECRETARY

Date

21/9/98