

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

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

(REVISED 1988)**This form replaces forms
PUC2, PUC3 and 88(2)**Please do not
write in this
margin

CHA 116

Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies (address overleaf)

(See note 1)

**AMENDING FORM 88(2) - TO REPLACE FORM
FILED ON 13/01/98**

Company number

3343095

1. Name of Company

* Insert full 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	3017		
B Nominal value of each	£ 0.01	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 4.00	£	£

‡ 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 overleaf

3. If the allotment is wholly or partly other than for cash the following information must be given
(see notes 2 & 3)

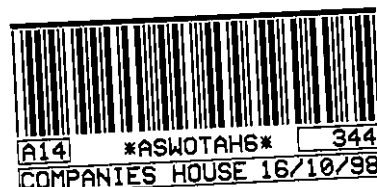
D Extent to which each share is to be treated as paid up. Please use percentage.			
E Consideration for which the shares were allotted			

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 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.

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

For official use



4. Names and addresses of allottees

Please do not
write in the
margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
CHRIS EVANGELOU 78 DEACON ROAD KINGSTON SURREY KT2 6LU	125		
FIONA ATTRELL 17 BROOKLANDS ROAD THAMES DITTON SURREY	19		
JIMMY DONNELLY 17 IONA DRIVE GLASNEVIN DUBLIN 9 IRELAND	100		
STEVAN POPOVICH 14 BURNTWOOD COURT BURNTWOOD LANE LONDON SW17 0AH	19		
ANDREW CHAPLIN 43 ASHCROFT ROAD CHESSINGTON SURREY KT9 1RR	5		
STEPHEN ODY 4 BYRON GROVE EAST GRINSTEAD EAST SUSSEX RH1G 1SG	5		
Total	273		

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:

5

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:-

Companies registered in Scotland
should deliver this form to:-

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

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

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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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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
BOB DIXON SEILERMEISTERWEG 3 A-6372 OBENDORF-IN-TIROL AUSTRIA	5		
CATHERINE SAVAGE 7A TREPORT STREET WANDSWORTH LONDON SW18 2BW	5		
JAMES BAILEY 14 MELFORD CLOSE CHESSINGTON SURREY KT9 2AC	19		
JAMES RAINSBOROUGH 11 WELDON DRIVE WEST MOLESEY SURREY KT8 2QR	19		
KERRY BRYANT 109 BOSCOMBE ROAD WORCESTER PARK SURREY KT4 8PJ	100		
Balance brought forward from previous sheet	273		
Total	421		

Names and addresses of allottees (continued)

Please do not
write in the
margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
ANTONIO ALVIANI VIA FUORO 47 80067 SORRENTO ITALY	65		
ALAN BETTY 26 CROSS WAY WEST CHRISTCHURCH DORSET BH23 2PJ	245		
HELEN READ 38A VINEYARD HILL ROAD WIMBLEDON LONDON SW19 7JH	5		
SUE HUSTWICK 33 BRACKLEY QUEENS ROAD WEYBRIDGE SURREY KT13 0BL	19		
STUART HAMLETT 320 WALTON ROAD WEST MOLESEY SURREY KT8 2HG	19		
PAULA FRAZER 7 HOWMICK COURT ARLINGTON ROAD EAST TWICKENHAM LONDON TW1 2B	5		
Balance brought forward from previous page	421		
Total	779		

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lettering‡ Insert director,
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Signed

Designation ‡

SECRETARY

Date

21/9/48

Please do not
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Return of allotments of shares (Continued)

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

Continuation sheet No 2
to Form No 88(2)

CHA 116

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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
NICHOLAS DE KERCKHOVE 209 ROCKWOOD PARK SAINT HILL ROAD EAST GRINSTEAD RH19 4JZ	80		
ADRIAN MOYSEY FLAT 4 ULTEA HOUSE WALNUT MEWS SUTTON, SURREY SM2 5TL	100		
ANNA BEYNON 26 CORSEHILL STREET STREATHAM LONDON SW16 6NF	19		
KIRSTY MASSEY FLAT 8 21 COTSWOLD WAY WORCESTER PARK KT4 8LN	5		
Balance brought forward from previous sheet	779		
Total	983		D5/367520

Names and addresses of allottees (continued)

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write in the
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Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
ALISON BROOM 17 JARROW CLOSE MORDEN SURREY SM4 6RQ	5		
ANN MCINTYRE 35 MAYFORD HOWARD ROAD SURBITON SURREY KT5 8SB	5		
KARL HUSTWICK VELBENSTRASSE 64 A6380 ST JOHANN-IN-TIROL AUSTRIA	100		
DAVID ASHMORE 45 RUSHETT CLOSE THAMES DITTON SURREY KT7 OUT	19		
DAVOR FABRIS 6 RONDEN CLOSE BECCLES SUFFOLK NR3 4XW	19		
IAN BISSET 10 CANTERBURY ROAD SUDBURY SUFFOLK CO1 06Y	19		
Balance brought forward from previous page			
Total			D5-367520

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Designation ‡

SECRETARY

Date

2/9/98

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Return of allotments of shares (Continued)

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

Continuation sheet No 3
to Form No 88(2)

CHA 116

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Company number

3343095

Name of Company

* CRYSTAL INTERNATIONAL TRAVEL GROUP LIMITED

* Insert full name
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Names and addresses of allottees (continued)

Name and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
GORAN ZUNIC 14 BURNTWOOD COURT BURNTWOOD LANE LONDON SW17 0AH	19		
MARGARET TAYLOR 2 DOVE COTTAGES FLITCHING STREET MAGFIELD EAST SUSSEX TN20 6RL	100		
SALLY DOWLING RIDGEWAY CHURCH ROAD, CRANBOROUGH EAST SUSSEX TN6 1BN	10		
MICHAEL COLLINS FLAT 1, 15 SECOND AVENUE HOVE EAST SUSSEX BN3 2LL	100		
MELVIN WESTLAKE 3 CHALLONERS CLOSE EAST MOLESEY SURREY	5		
Balance brought forward from previous sheet	1150		D5/367523
Total	1384		

Names and addresses of allottees (continued)

Please do not
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Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
NADINE FARRELL FLAT 5, YEW TREE HOUSE 19-23 HOOK ROAD SURBITON, SURREY	19		
DEBORAH MARSHALL 104 MOLESEY PARK ROAD EAST MOLESEY, SURREY KT8 07X	245		
CHARLES GRIMSEY DEER RUN, POUNDS LANE HAND HOUSE ROAD SHERE, NR GUILDFORD GU5 9JQ	100		
CATHERINE HIBBERT FLAT 10 ST PETERS COURT HIGH STREET WEST MOSELEY SURREY KT9 2NE	5		
IAN ROBERTS 29 SWLWYN ROAD NEW MALDEN SURREY KT3 5QU	5		
Balance brought forward from previous page	1384		
Total	1758		D5-367523

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Return of allotments of shares (Continued)

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

Continuation sheet No 4
to Form No 88(2)

CHA 116

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Company number

3343095

Name of Company

* CRYSTAL INTERNATIONAL TRAVEL GROUP LIMITED

* Insert full name
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Names and addresses of allottees (continued)

Name and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
ANGELA BIRCH 67 CHESTERFIELD DRIVE SEVENOAKS KENT LN13 2EQ	5		
ANNE HOPPER 29 HEMSBY ROAD CHESSINGTON SURREY KT9 2DY	19		
DAVID LACEY 27 OXFORD CLOSE BROADFIELD CRAWLEY RH11 9RE	80		
ANNA PERRIN 13 BAHRAM ROAD EPSON SURREY KT19 9DN	5		
SUSAN BOX 14 ST MARYS ROAD SURBITON SURREY KT6 4JE	245		
Balance brought forward from previous sheet	1758		
Total	2112		

Names and addresses of allottees (continued)

Please do not
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Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
CHRISTINE NASON 59 CLONCURRY STREET LONDON SW6 6DT	125		
SIMON LEAK 25 ADELAIDE ROAD SURBITON, SURREY KT6 4JG	245		
LAURINE ANDERSON 73 ROSEBURY ROAD LONDON SW2 4DG	125		
PAUL CARTER 47 RIDLEY ROAD LONDON NW10 5UB	125		
JULIUS MILLS 4 KRISTINA COURT 10 OVERTON ROAD SUTTON, SURREY SM2 6QR	5		
IAIN FENTON 24 HOLCOT CLOSE BARNWELL ROAD WELLINGBOROUGH WW8 5FL	50		
TONY TABNER 30 HEATHFIELD PARK MIDHURST WEST SUSSEX GU29 9HN	65		
Balance brought forward from previous page	2112		
Total	2852		D5-367525

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Return of allotments of shares (Continued)

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

Continuation sheet No 5
to Form No 88(2)

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Company number

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Name of Company

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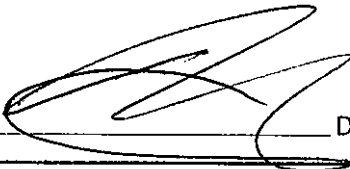
* Insert full name
of company

Names and addresses of allottees (continued)

Name and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
JIM PICKERING C/O CRYSTAL HOLIDAYS APARTMENT 3/4 RESIDENCE LE SYLVAIN ROUTE DES PECES 74400 CHAMONIX MT BLANC FRANCE	19		
BERNIE AIRD 99 YORK ROAD FARNBOROUGH HANTS GU14 6NQ	19		
LOUISE NEWTON FLAT 4 22 SURBITON ROAD KINGSTON SURREY KT1 2HX	19		
VAL HUSTWICK VELBENSTRASSE 64 A6380 ST JOHANN-IN-TIROL AUSTRIA	19		
Balance brought forward from previous sheet	2852		
Total	2928		

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Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
PHILIP & KATHLEEN SHERIDAN 11 BERESFORD AVENUE TWICKENHAM MIDDLESEX TW1 2PY	65		
GRAEME SPRATLEY 14 DALE VIEW HASLEMERE SURREY GU27 2QS	19		
ALAN SMITH 4 REGENCY COURT PARK ROAD SURBITON SURREY KT5 8QB	5		
Balance brought forward from previous page	2928		
Total	3017		D5-367526

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appropriateSigned  Designation ‡ SECRETARY Date 21/9/98