

Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

4247143

Company Name in full

O2 (Europe) 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
02	07	2007

Day	Month	Year

Ordinary		
100		
€1 00		
€370,000 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

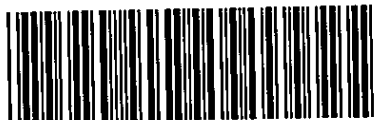
(This information must be supported by the original
or a certified copy of the contract or by Form 88(3) if
the contract is not in writing)

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

SATURDAY



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COMPANIES HOUSE

Names and addresses of the allottees


Company No 4247143

Shareholder details (list joint allottees as one shareholder)	Shares and share class allotted	
Name(s) O2 Holdings Limited	Class of shares allotted £1 00 Ordinary	Number allotted 100
Address Wellington Street, Slough, Berkshire		
UK postcode SL1 1YP		
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

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Signed

 For and on behalf of O2 Secretaries Limited

Date

5/7/07

~~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.

Secretarial Services Manager, Telefónica O2 Europe	
plc, Wellington Street, Slough, Berkshire, SL1 1YP, UK	
Tel	
DX number	DX exchange