



# 88(2)

## Return of Allotment of Shares

Please complete in typescript,  
or in bold black capitals.

CHFP010.

Company Number

5310128

Company Name in full

O2 plc

### Shares allotted (including bonus shares):

| Date or period during which shares<br>were allotted<br><small>(if shares were allotted on one date enter that<br/>date in the "from" box)</small> | From      |       |          | To  |          |      |   |   |
|---------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-------|----------|-----|----------|------|---|---|
|                                                                                                                                                   | Day       | Month | Year     | Day | Month    | Year |   |   |
|                                                                                                                                                   | 0         | 1     | 0        | 9   | 2        | 0    | 0 | 5 |
| Class of shares<br><small>(ordinary or preference etc)</small>                                                                                    | Ordinary  |       | Ordinary |     | Ordinary |      |   |   |
| Number allotted                                                                                                                                   | 1,403,834 |       | 215,221  |     | 257,407  |      |   |   |
| Nominal value of each share                                                                                                                       | 0.1p      |       | 0.1p     |     | 0.1p     |      |   |   |
| Amount (if any) paid or due on each<br>share <small>(including any share premium)</small>                                                         | 46p       |       | 87p      |     | 44p      |      |   |   |

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)

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A13  
COMPANIES HOUSE 12/11/2005

A13  
COMPANIES HOUSE 18/10/2005

A13  
COMPANIES HOUSE 07/10/05

When you have completed and signed the form 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

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
For companies registered in Scotland DX 235 Edinburgh



# 88(2) cont

## Return of Allotment of Shares

*Please complete in typescript,  
or in bold black capitals.*

CHFP010

**Company Number**

5310128

**Company Name in full**

O2 plc

### Shares allotted (including bonus shares):

|                                                                                                                             | From     |          |             | To  |       |             |
|-----------------------------------------------------------------------------------------------------------------------------|----------|----------|-------------|-----|-------|-------------|
|                                                                                                                             | Day      | Month    | Year        | Day | Month | Year        |
| Date or period during which shares were allotted<br>(if shares were allotted on one date enter that date in the "from" box) | 0        | 1        | 0 9 2 0 0 5 | 3   | 0     | 0 9 2 0 0 5 |
| Class of shares<br>(ordinary or preference etc)                                                                             | Ordinary | Ordinary | Ordinary    |     |       |             |
| Number allotted                                                                                                             | 30,290   | 91,685   | 4,697       |     |       |             |
| Nominal value of each share                                                                                                 | 0.1p     | 0.1p     | 0.1p        |     |       |             |
| Amount (if any) paid or due on each share<br>(including any share premium)                                                  | 73.2p    | 53.8p    | 91.6p       |     |       |             |

**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

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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)*

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# 88(2) cont

## Return of Allotment of Shares

*Please complete in typescript,  
or in bold black capitals.*

CHFP010

**Company Number**

5310128

**Company Name in full**

02 plc

### Shares allotted (including bonus shares):

|                                                                                                                             | From     |       |      | To  |       |      |   |   |
|-----------------------------------------------------------------------------------------------------------------------------|----------|-------|------|-----|-------|------|---|---|
| Date or period during which shares were allotted<br>(if shares were allotted on one date enter that date in the "from" box) | Day      | Month | Year | Day | Month | Year |   |   |
|                                                                                                                             | 0        | 1     | 0    | 9   | 2     | 0    | 0 | 5 |
| Class of shares<br>(ordinary or preference etc)                                                                             | Ordinary |       |      |     |       |      |   |   |
| Number allotted                                                                                                             | 59,835   |       |      |     |       |      |   |   |
| Nominal value of each share                                                                                                 | 0.1p     |       |      |     |       |      |   |   |
| Amount (if any) paid or due on each share<br>(including any share premium)                                                  | 64p      |       |      |     |       |      |   |   |

**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

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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)*

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# Names and addresses of the allottees (List joint share allotments consecutively)

| Shareholder details                                                            | Shares and share class allotted             |                                     |
|--------------------------------------------------------------------------------|---------------------------------------------|-------------------------------------|
| <b>Name</b><br>Lloyds TSB Registrars Corporate Nominee Limited, Part ID: OMKAV | <b>Class of shares allotted</b><br>Ordinary | <b>Number allotted</b><br>1,871,445 |
| <b>Address</b><br>The Causeway<br>Worthing<br>West Sussex                      |                                             |                                     |
| <b>UK postcode</b> BN99 6DA                                                    |                                             |                                     |
| <b>Name</b><br>Tania Ainsworth                                                 | <b>Class of shares allotted</b><br>Ordinary | <b>Number allotted</b><br>21,291    |
| <b>Address</b><br>Nook Green Farm<br>Bleak Hey Nook<br>Delph<br>Saddleworth    |                                             |                                     |
| <b>UK postcode</b> OL3 5LY                                                     |                                             |                                     |
| <b>Name</b><br>See attached                                                    | <b>Class of shares allotted</b><br>Ordinary | <b>Number allotted</b><br>161,928   |
| <b>Address</b>                                                                 |                                             |                                     |
| <b>UK postcode</b>                                                             |                                             |                                     |
| <b>Name</b><br>Lloyds TSB Registrars Corporate Nominee Limited                 | <b>Class of shares allotted</b><br>Ordinary | <b>Number allotted</b><br>8,305     |
| <b>Address</b><br>The Causeway<br>Worthing<br>West Sussex                      |                                             |                                     |
| <b>UK postcode</b> BN99 6DA                                                    |                                             |                                     |

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

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Signed

*[Signature]*  
A director / secretary / administrator / administrative receiver / receiver manager / receiver

Date

5/10/05

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.

|                                                         |             |
|---------------------------------------------------------|-------------|
| Secretarial Services Manager, O2 plc, Wellington Street |             |
| Slough, Berkshire SL1 1YP                               |             |
| Tel 01753 628096                                        |             |
| DX number                                               | DX exchange |

[illegible]

In accordance with the authority vested in me by the O2 plc Share Schemes Committee (the Committee), I hereby approve the exercise of sharesave options by the participants listed above, resolve that said shares be allotted to the participants named, instruct Lloyds TSB Registrars to enter these allotments on to the Company's register of members and issue the relevant share certificates, and instruct the Secretary of the Committee to attend to the necessary formalities in respect of the aforementioned sharesave options exercise.

Signed on behalf of O2 plc

Christopher Fletcher Smith  
Deputy Secretary

26 September 2005

# O2 Sharesave Plan - Early Exercise

| Name   | Address           | Postcode | Shares allotted | Cost of shares   |
|--------|-------------------|----------|-----------------|------------------|
| ALSON  | 53 CAMBRIDGE ROAD | SL7 2NS  | 18,059          | 7,945.96         |
| BARBER | MARLOW            |          |                 |                  |
|        | BUCKINGHAMSHIRE   |          |                 |                  |
| Total  |                   |          |                 | 18,059 £7,945.96 |

In accordance with the authority vested in me by the O2 plc Share Schemes Committee (the Committee'), I hereby approve the exercise of sharesave options by the participants listed above, resolve that said shares be allotted to the participants named, instruct Lloyd's TSB Registrars to enter these allotments on to the Company's register of members and issue the relevant share certificates, and instruct the Secretary of the Committee to attend to the necessary formalities in respect of the aforementioned sharesave options exercise.

Signed on behalf of O2 plc



Robert Harwood  
Assistant Secretary

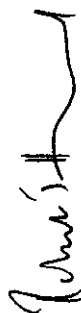
19 September 2005

# O2 Sharesave Plan - Maturity Exercise

| Name             | Address                            | Postcode              | Shares allotted | Cost of shares       |
|------------------|------------------------------------|-----------------------|-----------------|----------------------|
| CLODAGH<br>TINA  | 2a MUCKROSS AVENUE<br>28 SHORESIDE | PERRYSTOWN<br>BALLINA | 4025<br>1610    | 2946.3<br>1178.52    |
| COFFEY<br>HOWLEY | DUBLIN 12<br>CO TIPPERARY          | EIRE<br>EIRE          |                 |                      |
| Total            |                                    |                       |                 | 5,635      £4,124.82 |

In accordance with the authority vested in me by the O2 plc Share Schemes Committee (the Committee), I hereby approve the exercise of sharesave options by the participants listed above, resolve that said shares be allotted to the participants named, instruct Lloyds TSB Registrars to enter these allotments on to the Company's register of members and issue the relevant share certificates, and instruct the Secretary of the Committee to attend to the necessary formalities in respect of the aforementioned sharesave options exercise.

Signed on behalf of O2 plc



Robert Harwood  
Assistant Secretary

19 September 2005

| Name          | Address              | Postcode          | Shares allotted | Cost of shares |
|---------------|----------------------|-------------------|-----------------|----------------|
| FRANCIS       | BEAONSFIELD          | S75 4BE           | 7,003           | £3,081.32      |
| DAVID         | 12 STATION ROAD      | LS25 7LB          | 8,754           | £3,851.76      |
| ANDREW        | 3 MAIN STREET        | FK2 0JY           | 6,992           | £3,076.48      |
| RICHARD       | 31 CAMBORNE WAY      | BD22 6NE          | 6,526           | £2,871.44      |
| DAVID         | 49 STREET LANE       | LS27 7HX          | 4218            | £2,269.29      |
| JEREMY        | 3 THATCHERS VIEW     | SN6 8PL           | 1780            | £957.64        |
| DAVID VINCENT | 6 MAUDSLEY STREET    | BL9 OSZ           | 2025            | £1,089.45      |
| LEE           | 14 TATE CLOSE        | YO8 3YW           | 5946            | £3,198.95      |
| KEITH         | 18 HENLEY ROAD       | SL7 2DA           | 3375            | £1,815.75      |
| FRANCIS       | BEACONSFIELD         | S75 4BE           | 3375            | £1,815.75      |
| PAUL          | 105 KITCHENER STREET | WA10 4LU          | 982             | £899.52        |
| ABRAMS        | ST HELENS            | BARNESLEY S YORKS |                 |                |
|               | MERSEYSIDE           |                   |                 |                |
|               | HIGH HOYLAND         |                   |                 |                |
|               | LEEDS                |                   |                 |                |
|               | FALKIRK              |                   |                 |                |
|               | BRIGHTONS            |                   |                 |                |
|               | KEIGHLEY             |                   |                 |                |
|               | GILDERSOME           |                   |                 |                |
|               | BISHOPSTONE          |                   |                 |                |
|               | BURY                 |                   |                 |                |
|               | WISTOW               |                   |                 |                |
|               | SILBY                |                   |                 |                |
|               | HIGH HOYLAND         |                   |                 |                |
|               | MERSEYSIDE           |                   |                 |                |
| Total         |                      |                   | 50,976          | £24,927.35     |

in accordance with the authority vested in me by the O2 plc Share Schemes Committee ('the Committee'), I hereby approve the exercise of sharesave options by the participants listed above, resolve that said shares be allotted to the participants named, instruct Lloyds Bank plc to enter these allotments on to the Company's register of members and issue the relevant share certificates, and instruct the Secretary of the Committee to attend to the necessary formalities in respect of the aforementioned sharesave options exercise.

Signed on behalf of O2 plc

**Christopher Fletcher Smith**  
**Deputy Secretary**

12 September 2005

## O2 Sharesave Plan - Maturity Exercise

| Name        |            | Address                |            | Postcode | Shares allotted | Cost of shares    |
|-------------|------------|------------------------|------------|----------|-----------------|-------------------|
| Uzma        | Ahmed      | 202 Manchester Road    | Bolton     | BL3 2QS  | 5,191           | £3,799.81         |
| Christopher | Charlton   | 40 Durkar Low Lane     | Durkar     | WF4 3BL  | 1,297           | £949.41           |
| Julie       | Hirst      | 13 Highfield Road      | Gildersome | LS27 7TS | 519             | £379.91           |
| Dermys      | Spensley   | 62 Griffin Close       | Bury       | BL9 6LG  | 519             | £379.91           |
| Jacqueline  | Allen      | 8 Martins Court        | Hindley    | WN2 4AZ  | 1,038           | £759.82           |
| Christopher | Purslove   | 356 Brandlesholme Road | Bury       | BL8 1HJ  | 2,595           | £1,899.54         |
| Jo Ann      | Liversidge | 11 Kentilworth Road    | London     | E3 9RH   | 5,191           | £3,799.82         |
|             |            |                        |            |          | <b>16,350</b>   | <b>£11,988.22</b> |

In accordance with the authority vested in me by the O2 plc Share Schemes Committee (the Committee), I hereby approve the exercise of sharesave options by the participants listed above, resolve that said shares be allotted to the participants named, instruct Lloyds TSB Registrars to enter these allotments on to the Company's register of members and issue the relevant share certificates, and instruct the Secretary of the Committee to attend to the necessary formalities in respect of the aforementioned sharesave options exercise.

Signed on behalf of O2 plc

Christopher Fletcher Smith  
Deputy Secretary

05 September 2005

## O2 Sharesave Plan - Early Exercise

| Name    | Address      | Postcode | Shares allotted   | Cost of shares |
|---------|--------------|----------|-------------------|----------------|
| KERRY   | LANE END     | HP14 3LF | 1,779             | £957.11        |
| RICHARD | PARK LANE    | BD22 6NE | 1,686             | £907.07        |
| RICHARD | KEIGHLEY     | BD22 6NE | 327               | 298.54         |
| KERRY   | KEIGHLEY     | HP14 3LF | 382               | 348.92         |
| MANDY   | PARK LANE    | BD11 2BD | 14,002            | £6,160.88      |
| DAVID   | BIRKENSHEW   | SL6 6LT  | 18,071            | £7,951.24      |
|         | MAIDENHEAD   |          | <del>18,071</del> | £8,674.52      |
|         | <b>Total</b> |          | <b>36,247</b>     |                |

In accordance with the authority vested in me by the O2 plc Share Schemes Committee (the Committee), I hereby approve the exercise of sharesave options by the participants listed above, resolve that said shares be allotted to the participants named, instruct Lloyds TSE Registrars to enter these allotments on to the Company's register of members and issue the relevant share certificates, and instruct the Secretary of the Committee to attend to the necessary formalities in respect of the aforementioned sharesave options exercise.

Signed on behalf of O2 plc

Christopher Fletcher Smith  
Deputy Secretary

05 September 2005