



Please complete in typescript,
or in bold black capitals.

CHFP025

88(2)

Return of Allotment of Shares

Company Number

5364464

Company name in full

BGPH Group Limited

Shares allotted (including bonus shares):

Date or period during which
shares were allotted

(If shares were allotted on one date
enter that date in the "from" box)

| From | | | To | | |
|------|-------|-------------|-----|-------|------|
| Day | Month | Year | Day | Month | Year |
| 2 | 2 | 1 1 2 0 0 5 | | | |

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)

| | | |
|------------|--|--|
| Ordinary | | |
| 37,544,602 | | |
| £0.50 | | |
| £0.50 | | |

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

| | | |
|-----|--|--|
| 100 | | |
|-----|--|--|

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)

| |
|--|
| |
| |
| |

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

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




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

| Shareholder details | | Shares and share class allotted | |
|---------------------------------------|--|---------------------------------|-----------------|
| Name BGPB Holdings Limited | | Class of shares allotted | Number allotted |
| Address 21 Holborn Viaduct, London | | Ordinary | 37,544,602 |
| UK Postcode EC 1A 2FG | | | |
| Name | | Class of shares allotted | Number allotted |
| Address | | | |
| UK Postcode | | | |
| Name | | Class of shares allotted | Number allotted |
| Address | | | |
| UK Postcode | | | |
| Name | | Class of shares allotted | Number allotted |
| Address | | | |
| UK Postcode | | | |
| Name | | Class of shares allotted | Number allotted |
| Address | | | |
| UK Postcode | | | |

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

Signed



Date

29/11/05.

A director / secretary / ~~any other person~~

Please delete as appropriate

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.

Lovells

Atlantic House, Holborn Viaduct, London, EC1A 2FG

Tel 020 7296 2000

DX number 57

DX exchange London Chancery Lane