



Companies House
— for the record —

Please complete in typescript, or
in bold black capitals.

CHWP000

Company Number

5764165

Company name in full

Stanhope Group Holdings Limited

88(2)

(Revised 2005)

Return of Allotment of Shares

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)

From

Day Month Year

0 1 1 1 2 0 0 6

To

Day Month Year

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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	Preference	
20,833	41,667	
£1.00	£1.00	
£1.00	£1.00	

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

for companies registered in England and Wales

or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 33050 Cardiff

DX 235 Edinburgh
or LP - 4 Edinburgh 2

WEDNESDAY



A04

AIY72KQ9

22/11/2006

238

COMPANIES HOUSE

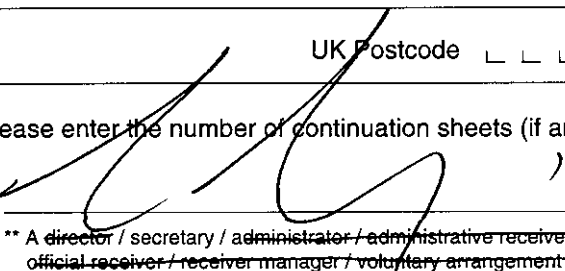
09/2005

Names and addresses of the allottees

Shareholder details <i>(list joint allottees as one shareholder)</i>		Shares and share class allotted	
Name(s) Gavin Lewis <hr/> Address 38 Victoria Avenue, Surbiton, Surrey <hr/> <hr/> UK Postcode K T 6 5 D W		Class of shares allotted <hr/> Ordinary <hr/> Preference <hr/>	Number allotted <hr/> 20,833 <hr/> 41,667 <hr/>
Name(s) <hr/> <hr/> Address <hr/> <hr/> <hr/> UK Postcode		Class of shares allotted <hr/> <hr/> <hr/>	Number allotted <hr/> <hr/> <hr/>
Name(s) <hr/> <hr/> Address <hr/> <hr/> <hr/> UK Postcode		Class of shares allotted <hr/> <hr/> <hr/>	Number allotted <hr/> <hr/> <hr/>
Name(s) <hr/> <hr/> Address <hr/> <hr/> <hr/> UK Postcode		Class of shares allotted <hr/> <hr/> <hr/>	Number allotted <hr/> <hr/> <hr/>
Name(s) <hr/> <hr/> Address <hr/> <hr/> <hr/> UK Postcode		Class of shares allotted <hr/> <hr/> <hr/>	Number allotted <hr/> <hr/> <hr/>

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

Signed



Date

17 / 11 / 06

** 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.

Shearman & Sterling (London) LLP

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Tel +44 207 655 5000

DX number

DX exchange