

# 88(2)

## Return of Allotment of Shares

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

CHFP021

Company Number

5887559

Company name in full

MOUCHEL PARKMAN HOLDINGS 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
3	1	0 7	2	0	0 6

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		
1,000,000		
£1		
£21		

*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%		
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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)*

See 1 in Addendum

**When you have completed and signed the form send it to  
the Registrar of Companies at:**

Companies House, Crown Way, Cardiff CF14 3UZ  
For companies registered in England and Wales

DX 33050 Cardiff

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

DX 235 Edinburgh  
or LP - 4 Edinburgh 2

TUESDAY



A05

\*AJBP2KP4\*  
21/11/2006  
COMPANIES HOUSE

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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> Mouchel Parkman plc		<b>Class of shares allotted</b>  Ordinary	<b>Number allotted</b>  1,000,000
<b>Address</b> West Hall, Parvis Road, West Byfleet, Surrey			
UK Postcode KT14 6EZ			
<b>Name</b> 		<b>Class of shares allotted</b> 	<b>Number allotted</b> 
<b>Address</b> 			
UK Postcode			
<b>Name</b> 		<b>Class of shares allotted</b> 	<b>Number allotted</b> 
<b>Address</b> 			
UK Postcode			
<b>Name</b> 		<b>Class of shares allotted</b> 	<b>Number allotted</b> 
<b>Address</b> 			
UK Postcode			
<b>Name</b> 		<b>Class of shares allotted</b> 	<b>Number allotted</b> 
<b>Address</b> 			
UK Postcode			

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

Signed

*[Signature]*

Date

31. 7. 2006

A director / secretary / administrator / administrative receiver / receiver manager / receiver

*Please delete as appropriate*

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.

PricewaterhouseCoopers Legal LLP  
1 Embankment Place,

London WC2N 6DX

Tel 020 7213 5898

DX number 40003

DX exchange Covent Garden

## Addendum

1. The shares were issued and allotted in part consideration for the acquisition of (i) 100,000 ordinary shares of £1 each, comprising the entire issued share capital of Mouchel Parkman Services Limited, (ii) 2 ordinary shares of £1 each, comprising the entire issued share capital of Atkins Odlin Consulting Engineering Limited, (iii) 60,000 ordinary A shares of £1 each and 13,000 ordinary B shares of £1 each, representing the entire issued share capital of Mouchel Gel Limited, (iv) 225,000 ordinary shares of £1 each, representing the entire issued share capital of Parkman Consultants Limited, and (v) 32,500 ordinary shares of £1 each, representing the entire issued share capital of Mouchel Parkman ServiRail Limited.