



Companies House
for the record

88(2)

Return of Allotment of Shares

Please complete in typescript, or
in bold black capitals.

CHWP000

Company Number

20509

Company name in full

ATLANTIC TELECOM GROUP PLC

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

Day Month Year

29 06 2001

To

Day Month Year

Class of shares
(ordinary or preference etc)

ORDINARY

Number allotted

6,103,114

Nominal value of each share

25p

Amount (if any) paid or due on each
share (including any share premium)

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)

THE WHOLE OF THE ISSUED SHARE CAPITAL
AND WARRANTS OF FIRST TELECOM GROUP PLC
(DEFERRED NEW ORDINARY SHARES)

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



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

| Shareholder details | | Shares and share class allotted | |
|---|--|---------------------------------|------------------|
| Name <u>MORGAN STANLEY CAPITAL INVESTORS LP</u> | | Class of shares allotted | Number allotted |
| Address <u>MORGAN STANLEY INTERNATIONAL</u> <u>25 CABOT SQUARE, LONDON</u> UK Postcode <u>E14 4QA</u> | | <u>ORDINARY</u> | <u>53509</u> |
| Name <u>MSCP III 892 INVESTORS LP</u> | | Class of shares allotted | Number allotted |
| Address <u>MORGAN STANLEY INTERNATIONAL</u> <u>25 CABOT SQUARE, LONDON</u> UK Postcode <u>E14 4QA</u> | | <u>ORDINARY</u> | <u>181,782</u> |
| Name <u>MORGAN STANLEY CAPITAL PARTNERS III LP</u> | | Class of shares allotted | Number allotted |
| Address <u>MORGAN STANLEY INTERNATIONAL</u> <u>25 CABOT SQUARE, LONDON</u> UK Postcode <u>E14 4QA</u> | | <u>ORDINARY</u> | <u>1775,864</u> |
| Name <u>NY NOMINEES LIMITED</u> | | Class of shares allotted | Number allotted |
| Address <u>PO BOX 293, 20 FARRINGTON ROAD</u> <u>LONDON</u> UK Postcode <u>EC1M3NH</u> | | <u>ORDINARY</u> | <u>4,084,116</u> |
| Name <u>DAVID OERTLE</u> | | Class of shares allotted | Number allotted |
| Address <u>PAVILLION COTTAGE, GASTFIELD LANE</u> <u>WHITCHURCH ON THAMES, OXFORDSHIRE</u> UK Postcode <u>RG8 7ET</u> | | <u>ORDINARY</u> | <u>7,843</u> |

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



Signed

Date

29/6/01

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

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.

| | |
|--|-------------|
| <u>GAIL STIVEY, ATLANTIC</u> | |
| <u>ST ANDREW HOUSE, 141 WEST NILE ST</u> | |
| <u>GLASGOW</u> | |
| Tel <u>0141 403 4724</u> | |
| DX number | DX exchange |