



COMPANIES FORM No. 88(2)
Return of allotment of shares

88(2)

CHFP055

Please do not
write in
this margin

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

(REVISED 1988)
This form replaces forms
PUC2, PUC3, AND 88(2)

Please complete
legibly, preferably
in black type or
bold block lettering

To the Registrar of Companies (**address overleaf**)
(see note 1)

Company Number

3991465

1. Name of Company

*insert full name
of company

*** SUNSHINE CRUISES LIMITED**

2. This section must be completed for all allotments

†distinguish
between
ordinary
preference,
etc

Description of shares†	A ORDINARY	B ORDINARY	
A Number allotted	32,000,000	32,000,000	
B Nominal value of each	£1.00	£1.00	
C Total amount (if any) paid or due and payable on each share(including premium if any)	£1.00	£1.00	

§ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on **14 July 2000**] \$, or

(b) [from to] \$

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf.

**3. If the allotment is wholly or partly other than for cash the following information must be given
(see notes 2 & 3)**

D Extent to which each share is to be treated as paid up. Please use percentage	100 %	100 %	%
E Consideration for which the shares were allotted	Payment in cash		

NOTES

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of the allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required by section 88(2)(b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No. 88(3)).
3. Details of bonus issues should be included only in section 2

Presentor's name address, telephone
number and reference (if any):

Joyce Walter
Assistant Company Secretary
First Choice Holidays PLC
First Choice House
London Road
Crawley
RH10 2GX

For official use



4. Names and addresses of allottees

Please do not
write in this
margin

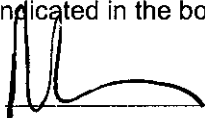
Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
ROYAL CARIBBEAN CRUISES LTD.			
1050 CARIBBEAN WAY, MIAMI, FLORIDA 33132 USA	32,000,000 A ORDINARY		
FIRST CHOICE HOLIDAYS PLC			
FIRST CHOICE HOUSE, LONDON ROAD, CRAWLEY, WEST SUSSEX, RH10 2GX	32,000,000 B ORDINARY		
TOTAL	64,000,000		

Please
complete
legibly,
preferably in
black type,
or in bold
block
lettering

Where the space given on this form is inadequate, continuation sheets should be used and the number of sheets attached should be indicated in the box opposite:

§ Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed



Designation §

Secretary

Date

14/7/00

Companies registered in England and Wales
or Wales should deliver this from to:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF14 3UZ

Companies registered in Scotland
should deliver this from to:-

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh
EH1 2EB