COMPANIES FORM No. 88(2)

Return of allotments of shares

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

88(2)

CHFP000

Please do not write in this margin

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

(**REVISED 1988**)

This form replaces forms PUC2, PUC3 and 88(2) Company number

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

*insert full name of company

† distinguish between ordinary

preference, etc

1. Name of company

*Ocean Group Plc

2. This section must be completed for all allotments

Description of shares † Ordinary

A Number allotted 2210

B Nominal value of each 27 7/9p

C Total amount (if any) paid or due and payable on each share (including premium if any) 452.5p

§ complete (a) or (b) as appropriate

Date(s) on which the shares were allotted

(a) [on 17 November 1999

] §, 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.

E Consideration for which the

shares were allotted

NOTES

- This form should be delivered to the Registrar of Companies within one month of the (first) date
 of 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):

DEPON SECRETARY

OCEAN GROUP PIC OCEAN HOUSE THE RING BRACKNELL RO12 TAN Post room

A39
COMPANIES HOUSE

Post room

AATERLRO
0367
26/11/99

4. Names and addresses of the allottees Number of shares allotted Please do not write in the Names and Addresses margin. Please complete legibly, Ordinary Preference Other preferably in black type, or bold block lettering CAZENOVE NOMINEES LIMITED 2210 12 TOKENHOUSE YARD LONDON EC2R 7AN **DESIGNATION ESOS** PART ID 142CN

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	Luna	Designation ¶	DEPULY SECRETARY	Date 2 5	NOV 1999

Total

2210

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

The Registrar of Companies Companies House Crown Way Cardiff CF4 3UZ Companies registered in Scotland should deliver this form to:-

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