



Companies House
for the record

88(2)

Return of Allotment of Shares

Please complete in typescript, or
in bold black capitals.

CHWP000

Company Number

2401127

Company name in full

BERKELEY MINERAL RESOURCES 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

To

Day Month Year

Day Month Year

24 07 2008

Class of shares
(ordinary or preference etc)

ORDINARY

Number allotted

30,000,000

Nominal value of each share

£0.01

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

£0.01

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

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)

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



A20

AHAUK32K

12/09/2008

154

COMPANIES HOUSE

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

Shareholder details		Shares and share class allotted	
Name SEE ATTACHED LIST		Class of shares allotted	Number allotted
Address		ORDINARY	30,000,000
UK Postcode	LLLLLLLL		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	LLLLLLLL		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	LLLLLLLL		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	LLLLLLLL		
Name		Class of shares allotted	Number allotted
Address			
UK Postcode	LLLLLLLL		

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



Signed

Alan

Date

21/8/08

~~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.

Tel	
DX number	DX exchange

Berkeley Mineral Resources Plc

Company number 2401127

No of shares		
1,500,000	Mr Fouad Hanouka	3 Carlyle Close, London N2 0QU
1,000,000	Mrs Esther Hanouka	3 Carlyle Close, London N2 0QU
1,500,000	Mr Richard Hanouka	3 Carlyle Close, London N2 0QU
4,000,000	Mr Ady Hanouka	72 Meadway, London NW11 6QH
4,000,000	Mrs Alison Hanouka	72 Meadway, London NW11 6QH
1,000,000	Mr Roy Hanouka	29 Meadowbank Ainger road London NW3 3AY
1,000,000	Mrs Monica Hanouka	29 Meadowbank Ainger road London NW3 3AY
1,000,000	Mr Allen Hanouka	3 Carlyle Close, London N2 0QU
3,000,000	Mr Alon Zakaim	63 Kingsley Way London N2 0EL
2,000,000	Mr Sam Nahum	5 Spencer Drive London N2 0QT
3,000,000	Zamco Holdings Limited	4th Floor, 19-20 Grosvenor Street, London W1K 4QH
2,500,000	Mr Frank Warner	Level Hill Farm, Hatchet Lane, Winkfield, Berks SL4 2EE
2,500,000	Mr Michael Zalec Rasser	11 Wyndham House, 24 Bryanston Square, London W1H 2DS
2,000,000	Mr Michael Audisho	14 Moscow Road, London W2 4BT
<u>30,000,000</u>		<u>TOTAL</u>