AMENDING

Please do not write in this margin

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

* insert full name of company

† distinguish between ordinary preferences, etc

§ complete (a) or (b) as appropriate

COMPANIES FORM No. 88(2)(Rev 1988)

Return of allotments of shares

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

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

AMENDING FORM 88(2) FILED

2ND JANUARY 1992

1. Name of Company

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

Company number

2471819

P&O STENA FANTASIA (F.L.) LIMITED

2. This section must be completed for all allotments

Description of shares † Ordinary A Number allotted 10,000,000 £ B Nominal value of each £ £ 1 C Total amount (if any) paid or due and payable on each £ £ £ share (including premium if any)

Date(s) on which the shares were allotted

(a) [on 30 December 1991] §, or

(b) [from

19 to

] §, 19

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

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

D Extent to which each share is to be weated as paid up.

Please use percentage.

E Consideration/for which the shares were allotted

Reduction of £10,000,000 from the principal amount owing by the Company to Stena Line (U.K.) Limited under the loan agreement dated April 1990 between the Company and Stena Line (U.K.) Limited

This form should be delivered to the Register 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 secion 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):

Norton Rose Kempson House Camomile Street London EC3A 7AN

(Ref: PGM)

For official Use



COMPANIES HOUSE 03/07/98

A Names and addresses of the allow	llottees
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Please do not write in this margin

ames and Addresses	Number of shares allotted			Please con
	Ordinary	Preference	Other	legibly, pre in black ty
Stena Line (U.K.) Limited	10,000,0	000		bold block
Charter House				_
Park Street				_
Ashford				. /
Kent TN24 8EX			/	_
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/ Tot	al 10,000,00	oo oo		

The Registrar of Companies Companies House

Crown Way Maindy Cardiff CF4 3UZ

should deliver this form to:

The Registrar of Companies Companies Registration Office 37 Castle Terrace Edinburgh EH1 2EB