

88(2)

Return of Allotment of Shares

Please complete in typescript, or
in bold black capitals.
CHFP133

Company Number

3846711

Company name in full

M & C (CB) Limited

Shares allotted (including bonus shares):

Date or period during which
Share were allotted

(If shares were allotted on one date
enter that date in the "from" box)

From

To

Day

Month

Year

Day

Month

Year

28

06

2005

Class of shares

(ordinary or preference etc)

ORDINARY

Number allotted

15,042,063

Nominal Value of each share

£1.00

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

£1.00

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

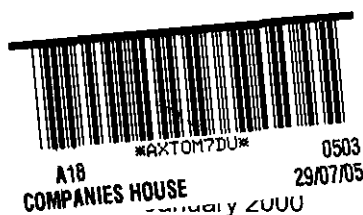
(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)

FULLY PAID AT PAR

When you have completed and signed the form send it
to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB DX 235
For companies registered in Scotland Edinburgh



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

Shareholders details		Shares and share class allotted	
Name	M & C HOTELS HOLDINGS USA LIMITED	Class of shares allotted	Number allotted
Address	UGLAND HOUSE, SOUTH CHURCH STREET, P. O. BOX 309, GEORGE TOWN, GRAND CAYMAN	ORDINARY	15,042,063
	CAYMAN ISLANDS		
	UK Postcode		

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

Signed

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

Date

28/1/05

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.

JULIA FOO
MILLENNIUM & COPTHORNE HOTELS PLC
CORPORATE HEADQUARTERS
SCARSDALE PLACE, KENSINGTON
LONDON W8 5SR

Tel **0207 872 2488**

DX number

DX exchange