



88(2)

Please complete in typescript, or in bold black capitals.

(Revised 2005)

CHFP025

Return of Allotment of Shares

Company Number

5328138

Company name in full

Southern Cross Healthcare Group Limited

Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

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
08	04	2005			

Class of shares (ordinary or preference etc)

Number allotted

Nominal value of each share

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

Ordinary		
200,916		
£0.01		
£0.01		

List the names and addresses of the allottees and the number and class of shares allotted to each overleaf

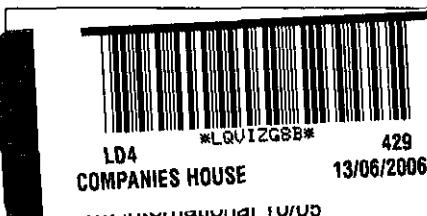
If the allotted shares (including bonus shares) are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

% (if any) that each share is to be paid up in cash

Consideration for which the shares were allotted

(This information must be supported by the original or a certified copy of the contract or by Form 88(3) if the contract is not in writing)



When you have completed and signed the form please 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 or
 Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB DX 235 Edinburgh
 for companies registered in Scotland or LP - 4 Edinburgh 2

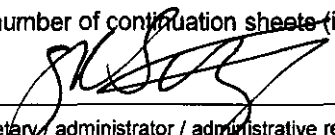
Names and addresses of the allottees

Shareholder details <i>(list joint allottees as one shareholder)</i>	Shares and share class allotted	
Name(s) <u>Blackstone Capital Partners (Cayman) IV A L.P.</u> Address <u>c/o 345 Park Avenue, New York, NY 10154, USA</u> UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted <u>Ordinary</u>	Number allotted <u>1,580</u>
Name(s) <u>Blackstone Real Estate Partners (Alberta) IV L.P.</u> Address <u>c/o Eeson & Woolstencroft LLP, Suite 500, 603 7th Avenue SW, Calgary, Alberta, T2P 2T5</u> UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted <u>Ordinary</u>	Number allotted <u>12,293</u>
Name(s) <u>Blackstone Real Estate Holdings (Alberta) IV L.P.</u> Address <u>c/o Eeson & Woolstencroft LLP, Suite 500, 603 7th Avenue SW, Calgary, Alberta, T2P 2T5</u> UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted <u>Ordinary</u>	Number allotted <u>2,090</u>
Name(s) <u>Blackstone Real Estate Partners (Alberta) IV F.L.P.</u> Address <u>c/o Eeson & Woolstencroft LLP, Suite 500, 603 7th Avenue SW, Calgary, Alberta, T2P 2T5</u> UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted <u>Ordinary</u>	Number allotted <u>4,294</u>
Name(s) <u>Blackstone Real Estate Partners (Alberta) IV</u> Address <u>c/o Eeson & Woolstencroft LLP, Suite 500, 603 7th Avenue SW, Calgary, Alberta, T2P 2T5</u> UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted <u>Ordinary</u>	Number allotted <u>4,364</u>

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

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Signed



Date 12/06/2006

** A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

** Please delete as appropriate

Contact Details

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.

Clifford Chance Limited Liability Partnership	
10 Upper Bank Street	
London	
E14 5JJ	
DX number 149120	Tel 020 7006 1000
	DX exchange Canary Wharf 3



(Revised 2005)

Return of Allotment of Shares

Form 88(2) continuation sheet no: 1

Please complete in typescript, or in bold black capitals.

CHFP025

Company Number 5328138

Company name in full Southern Cross Healthcare Group Limited

Names and addresses of the allottees

Shareholder details <i>(list joint allottees as one shareholder)</i>	Shares and share class allotted	
Name(s) <u>Blackstone Real Estate Partners (Alberta) IV TE2</u> Address <u>c/o Eson & Woolstencroft LLP, Suite 500, 603 7th</u> <u>Avenue SW, Calgary, Alberta, T2P 2T5</u> UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted <u>Ordinary</u> 	Number allotted <u>7,900</u>
Name(s) <u>Blackstone Real Estate Partners (Alberta) IV TE3</u> Address <u>c/o Eson & Woolstencroft LLP, Suite 500, 603 7th</u> <u>Avenue SW, Calgary, Alberta, T2P 2T5</u> UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted <u>Ordinary</u> 	Number allotted <u>7,059</u>
Name(s) <u>Blackstone Real Estate Partners International</u> Address <u>345 Park Avenue, New York, NY 10154</u> UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted <u>Ordinary</u> 	Number allotted <u>26,721</u>
Name(s) <u>Blackstone Real Estate Partners International I.D.L.P</u> Address <u>345 Park Avenue, New York, NY 10154</u> UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted <u>Ordinary</u> 	Number allotted <u>12,561</u>

Names and addresses of the allottees

Shareholder details <i>(list joint allottees as one shareholder)</i>	Shares and share class allotted	
Name(s) Blackstone Real Estate Partners International ID2 <hr/> Address 345 Park Avenue, New York, NY 10154 <hr/> UK Postcode L L L L L L L L	Class of shares allotted Ordinary	Number allotted 14,726
Name(s) Blackstone Real Estate Holdings International B.L.P <hr/> Address 345 Park Avenue, New York, NY 10154 <hr/> UK Postcode L L L L L L L L	Class of shares allotted Ordinary	Number allotted 518
Name(s) Blackstone Real Estate Holdings International A.L.P <hr/> Address 345 Park Avenue, New York, NY 10154 <hr/> UK Postcode L L L L L L L L	Class of shares allotted Ordinary	Number allotted 2,474
Name(s) Blackstone Participation Partnership (Cayman) IV <hr/> Address c/o Walkers, Walker House, Mary Street, George Town, PO Box 265 GT, Grand Cayman, Cayman Islands <hr/> UK Postcode L L L L L L L L	Class of shares allotted Ordinary	Number allotted 323
Name(s) Blackstone Family Investment <hr/> Address c/o Walkers, Walker House, Mary Street, George Town, PO Box 265 GT, Grand Cayman, Cayman Islands <hr/> UK Postcode L L L L L L L L	Class of shares allotted Ordinary	Number allotted 4,498
Name(s) Blackstone Capital Partners (Cayman) IV L.P. <hr/> Address c/o Walkers, Walker House, Mary Street, George Town, PO Box 265 GT, Grand Cayman, Cayman Islands <hr/> UK Postcode L L L L L L L L	Class of shares allotted Ordinary	Number allotted 99,515