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

Return of allotments of shares

88(2)

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

(REVISED 1988)**This form replaces forms
PUC2, PUC3 and 88(2)**Please do not
write in this
margin

CHA 116

Please complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies **(address overleaf)**
(See note 1)

Company number

349566

1. Name of Company

* Insert full name
of company

* BLACKWELL SCIENCE LIMITED

2. This section must be completed for all allotments

† Distinguish
between
ordinary
preference, etc.

Description of shares †	C Restricted Voting		
A Number allotted	30,000		
B Nominal value of each	£ 0.10	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 1.20	£	£

§ Complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 12th July 19 99] §, or

(b) [from 19 to 19] §

The names and addresses of the allottees and the number of shares allotted to each should be
given overleaf3. 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**


1. 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):Manches
3 Worcester Street
OXFORD
OX1 2PZ

For official use

A25 *A2XXUI3L* 675
COMPANIES HOUSE 17/07/99Ref: PMB/7604/5
DX: 4322 OXFORD
Tel: 01865 722106

4. Names and addresses of allottees

Please  not write in the margin

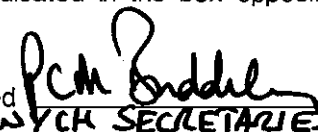
Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
WILLIAM GIBSON 26 Stoneybrook Circle Andover MA 01810 USA			15,000
STEPHEN GOODCHILD 64 Newland Mill Witney Oxfordshire OX8 6SZ			10,000
SIMON PAUL RALLISON 4 Portland Road Oxford OX2 7EZ			5,000
Total			30,000

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

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


ALDWYCH SECRETARIES LIMITED

Designation ‡

Secretary

Date

15th July 1999

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

Companies registered in Scotland should deliver this form to:-

The Registrar of Companies
Companies House
Crown Way
Maindy
Cardiff
CF4 3UZ

The Registrar of Companies
Companies Registration Office
102 George Street
Edinburgh
EH2 3DJ