

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)**To the Registrar of Companies **(address overleaf)**
(See note 1)

Company number

1655859

1. Name of Company

* **PROCESS AUTOMATION & COMPUTER SYSTEMS LIMITED**

2. This section must be completed for all allotments

Description of shares †	Ordinary		
A Number allotted	6,700,000		
B Nominal value of each	£ 5p	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 8p	£	£

Date(s) on which the shares were allotted

(a) [on 4 November 19 98] §, or

(b) [from 19 to 19] §

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

3. 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.

Presenter's name, address, telephone
number and reference (if any):PARIS SMITH & RANDALL
Number 1 London Road
SOUTHAMPTON
SO15 2AE

For official use

DX: 38534 SOUTHAMPTON 3
01703 482482
Ref: CFM

COMPANIES HOUSE 19/12/98

Please do not
write in this
margin

CHA 116

Please complete
legibly, preferably
in black type, or
bold block lettering* Insert full name
of company† Distinguish
between
ordinary
preference, etc.§ Complete
(a) or (b) as
appropriate

4. Names and addresses of allottees


Please do not write in the margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
PANNELL KERR FOSTER TRUSTEES of P O Box 296 Sarnia House, Le Truchot, St. Peterport, Guernsey, Channel Islands, GY1 4NA	1,312,500		
GRAHAM WOOD of 2 High Pines, Homefield Road, Warlingham, Surrey, CR6 9HQ	525,000		
BRIAN DOUGLAS NEVE of 334 Hill Lane, Southampton, SO15 7PH	1,743,750		
MICHAEL GEARY of Gresham House, Lower Plantation, Loudwater, Rickmansworth, Herts, WD3 4PQ	1,743,750		
EUROVENTURES SWITZERLAND II of 10 Rue de Vieux-College, Geneva, Switzerland	135,000		
Total	6,700,000		

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  Designation ‡ Company Secretary Date

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